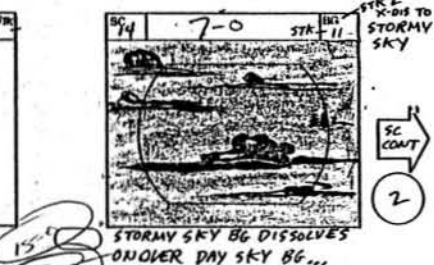
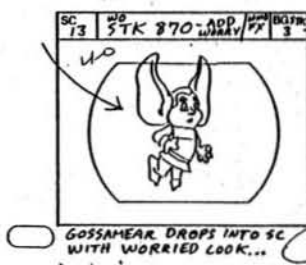
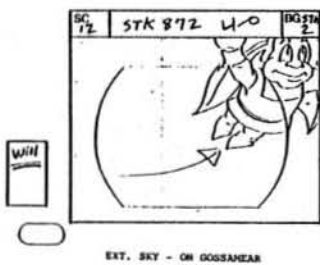
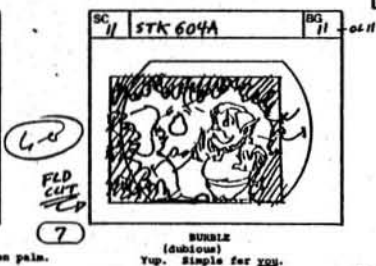
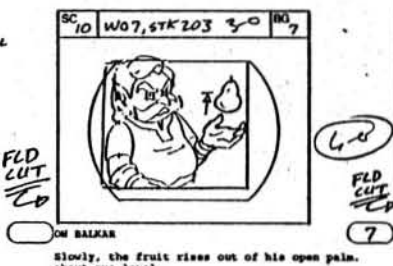
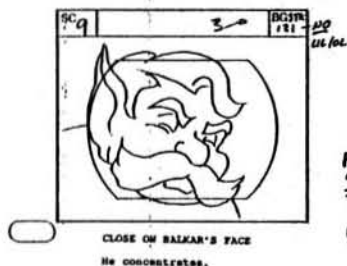
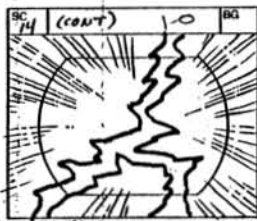


FLAMING STICKS
85-11



STK 2 X-DIS TO STORMY SKY
SC CONT
2



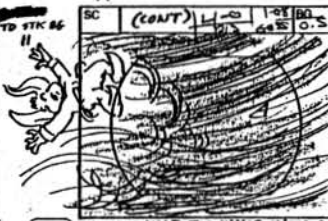
THERE'S A LIGHTNING FLASH...

SFX: THUNDER!!

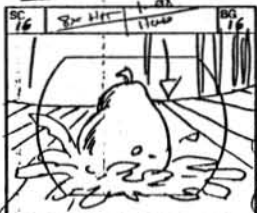


THE SKY AROUND GOSSAMEAR DARKENS...

SFX: WIND HOWLS BUILD



AND WIND FX WHIP INTO SC, BLOWING HIM P.S. ...

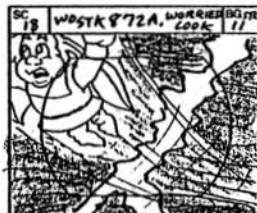


SAGAR FRUIT CRASHES TO FLOOR...

SFX: SPLAT!

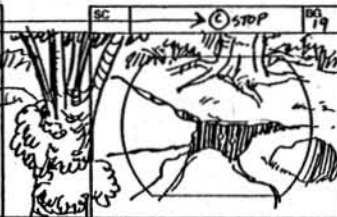
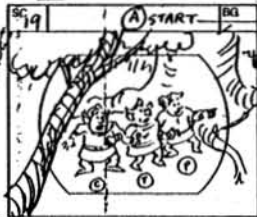


BALKAR (confused)
I don't understand it. That shouldn't have happened!

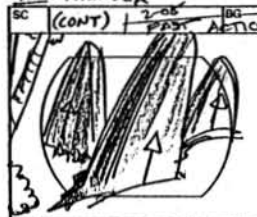


EXT SKY - GOSSAMEAR ZOOMS THRU, NARROWLY AVOIDING LIGHTNING BOLT!

SFX: THUNDER



EXT. TROBBIT FOREST - ON CARPO, TERRA AND POULO CRACKS appear in the ground. The forest grows darker. The wind HOWLS. The Trobbits look concerned and frightened. Suddenly the ground SHAKES.



SHEETS OF STONE PUSH UP FROM BELOW...

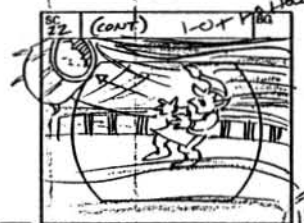
25-11
FILMATION STUDIOS

3

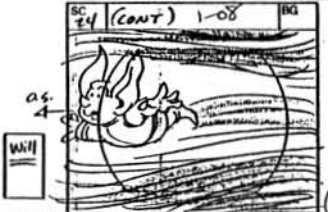
120



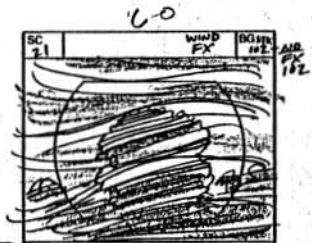
ON CARPO
A sheet of rock pushes up under him.



BUT THE WIND BLOWS IT AWAY...



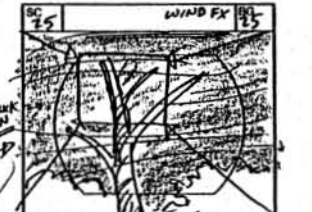
HE IS BLOWN O.S. AS HE RIGHTS HIMSELF...



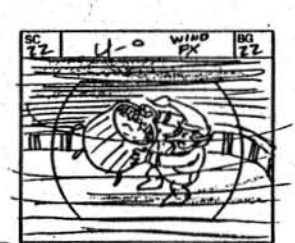
EXT-SAGAR TREE-NITEGEL
WIND FX OVER SC...
SFX: HOWLING WIND



RIP (Aggravated)
Talk about feet meals!



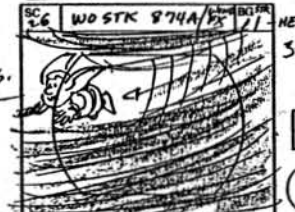
POW ON TREE...
GOSSAMEAR (straining)
Must reach that tree!



RIP TRIES TO HANG ON TO HIS KETTLE...



GOSSAMEAR TUMBLES IN WIND...
LIGHTNING FLASHES...
SFX: THUNDER!!!

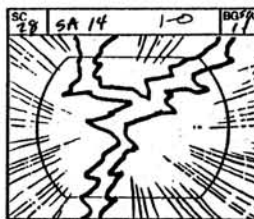


GOSSAMEAR THRU SC-

FLAMING STUDIOS
85-11



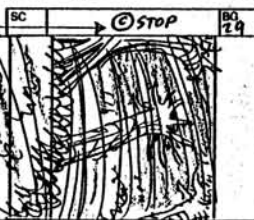
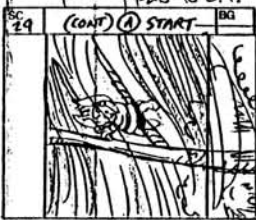
ON BRANCH... GOSSAMEAR'S
HANDS GRAB IT...



LIGHTNING FLASHES!
SFX: THUNDER!!!



ON GOSSAMEAR AND BRANCH
GOSSAMEAR
When!

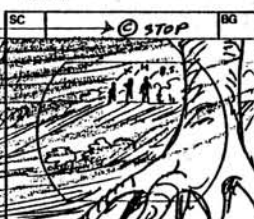
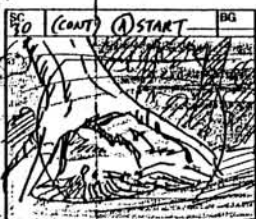


21 GOSSAMEAR TURNS ON SFX: THEN PAN TO TREE'S BASE AT @ POS

SOUND (O.S.)
(WOOD THUNDERING)

THIS AT

GOSSAMEAR
(MORRIED)
Uh-oh!



The wind begins to uproot it.

PAN TO B.S. KLONG AND MARA ON
NEARBY HILL



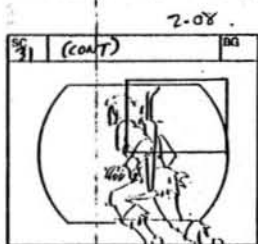
TRUCK
IN
2-0

BLACKSTAR
Looks like Gossamear needs a
little assistance!

FLAMMION STUDIOS
85-11

SC
CONT
5

FLAMMION STUDIOS
BS-11



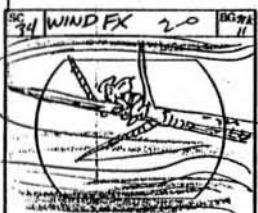
23 He runs OUT OF FRAME.



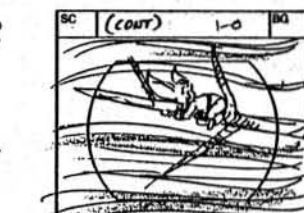
ON TREE
With a RIPPING sound, the tree pulls loose



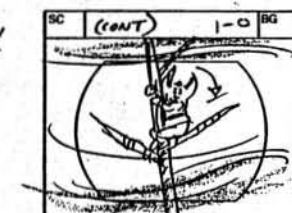
ON BLACKSTAR - RUNNING
Seeing this, he leaps O.S.



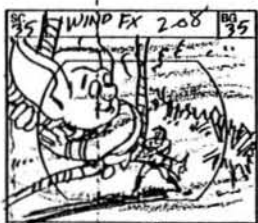
ON GOSAMEAR, IN TREE, BEING
CARRIED BY WIND



HE LOOKS BACK AS TREE'S
FLIGHT STOPS..



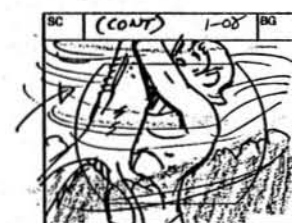
THE TREE IS UPRIGHTED.



BY BLACKSTAR!



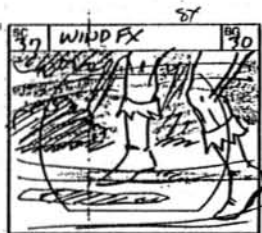
BLACKSTAR HOLDS TREE



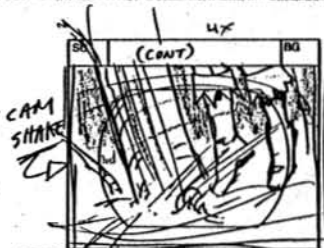
ANTICS BACK

6

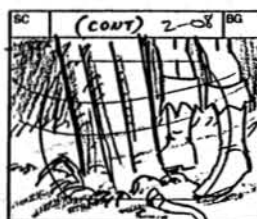
19-0



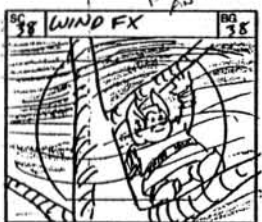
ANOTHER ANGLE



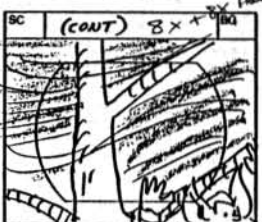
Blackstar jams the tree



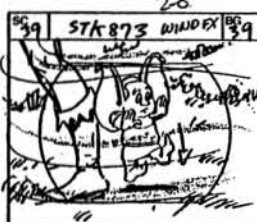
solidly back in to the ground.



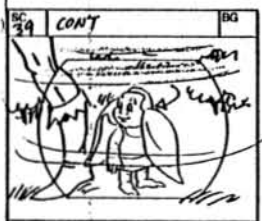
ON GOSSAMEAR
Atop the tree.



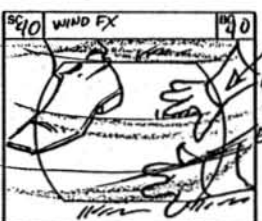
Gossamear jumps off the tree



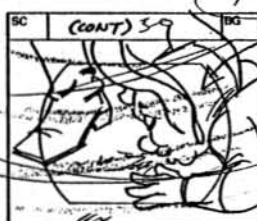
onto the ground next to Blackstar.



GOSSAMEAR
(Believed)
Sometimes, solid ground



GOSSAMEAR: (CONT) (VO) is
even better than open sky!



Kissing the ground.

85-11

712

7

30

FILMATION STUDIOS
 85-11

20

SC 41 STK 4A - SMILE BG 76 85-12

WIND FX
CD

O.S. SMILES AT O.S. GOSAMEAR...

(CONT) 20 BG

WIND FX
CD

LOOKS BACK AT R.S. KLONG AND MARA...

SC 42 STK 1101 3-0 BG 47

WIND FX
CD

WHO SMILE BACK...

1-0 DIP 78

SC 42 (CONT) BG

31 Suddenly, a powerful energy bolt ZAPS INTO FRAME AND STRIKES MARA. MARA (Frightened GASP)

SC 43 20 BG 86 85-12

WIND FX
CD

KLONG IS SHOCKED!

SC 44 BG 44

WIND FX
CD

33 ON MARA - HERE ENERGY IS BEING DRAINED OFF BY A GLOWING FORCE COCOON... (Calling out weakly) Blackstar!

SC 45 STK 3A HC 45 BG 31

WIND FX
CD

ON BLACKSTAR

3 Turning his head to look O.S.

(CONT) 1-08 BG

WIND FX
CD

HE CHARGES OFF...

30

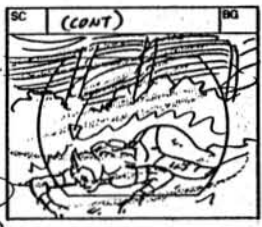
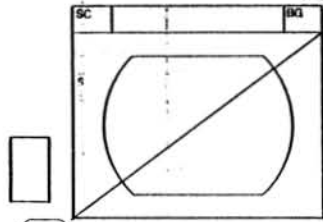
R.S. Des. → 8



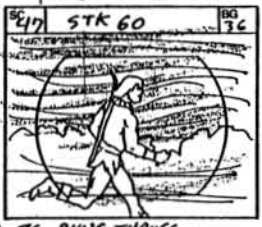
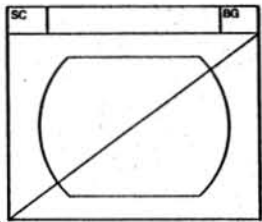
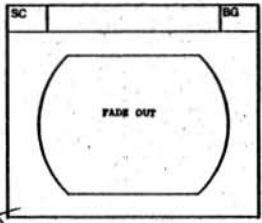
ON MARA
The energy cocoon dissipates.
Mara is transparent.



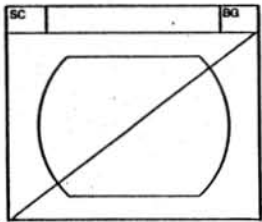
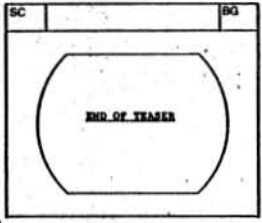
ON MARA
On the ground unconscious,
shimmering, and transparent.



BLACKSTAR (O.S.)
(Alarmed)
Mara!

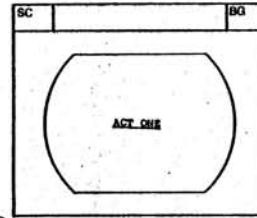
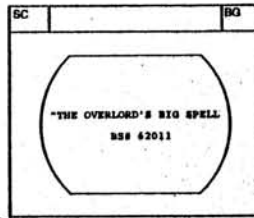
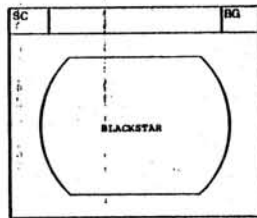


BS. RUNS THRU...



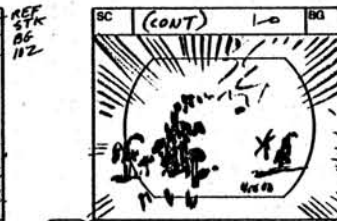
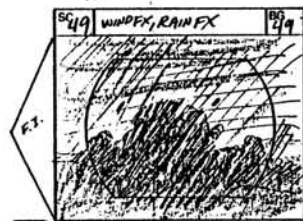
FLATION STUDIOS
BS-11

9



FLAMMION STUDIOS
65-11

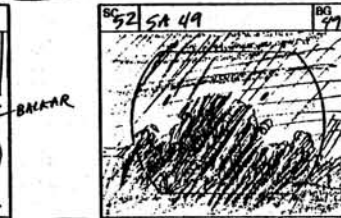
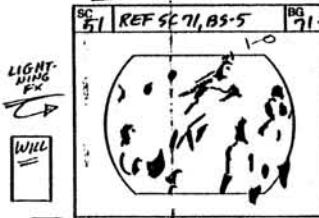
130 5-0
F.I.I.



EXT SAGAR TREE, STORM
RAGES
SFX: STORM

LIGHTNING FLASH OVER SC!
DSFX: THUNDER!

BLACKSTAR
What has done this to
you, Mara?



LIGHTNING
FX
WILL
LIGHTNING FLASHES OVER SC
OF BS, KIONE AND TROBBITS
BY MARA'S BEDSIDE...
SFX: THUNDER!

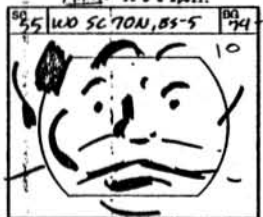
LOANOTE:
IT IS
IMPORTANT
THAT
NOTHING
IN FG
OVERLAPS
MARA
WHO IS
DX'D

ON TREE, STORM RAGING...
MARA
(Weakly)
This is ROCK & storm --

10



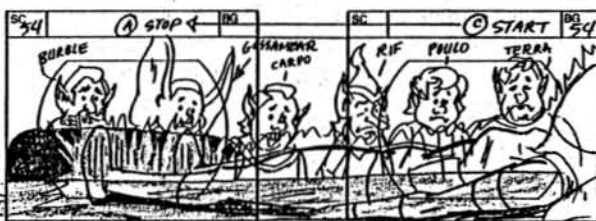
39 ON MARA
shimmering, winking and waning.
(Beat)
MARA: It's a spell.



40 LIGHTNING FLASHES OVER
BALKAR.



42 MARA
Yes. And when all the magic
is gone, I will cease to exist.



41 ON THE TROBITE -- PAN ACROSS as they react to Mara's words with trepidation.
MARA (Cont.)
Something is drawing out all the
magic of this planet. Drawing it
to the North!



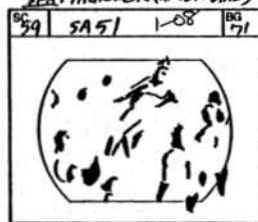
BALKAR
To the Kingdom of Ice!



41 BLACKSTAR
That means the Overlord!



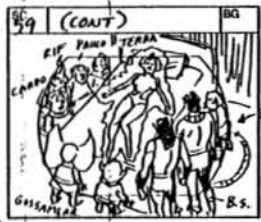
KLONE
We must stop the Overlord before
it's too late!



59 LIGHTNING WASHES OVER
SC -

BS-11
FILMATION STUDIOS

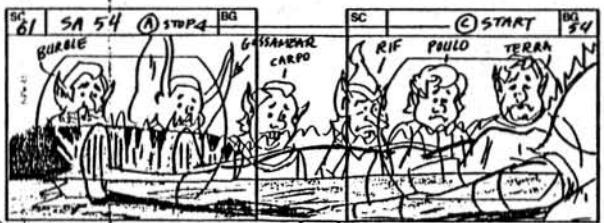
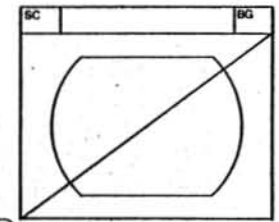
FLAMMATION STUDIOS
85-11



43 BLACKSTAR
Klone, Balkar, I'll need your
help! We'll set off immediately!

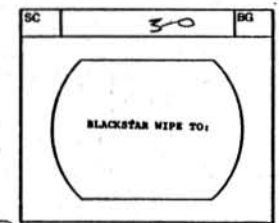


44 BALKAR
Trobbits, send to Mara. And
stay inside the Sugar Tree!



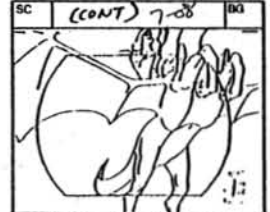
WIP +20
1/2 74
1/2 11/10 6
1/2 11/10 6

BALKAR (Cont.)
Maga keeps this forest safe.
With it gone, evil things will
run wild!



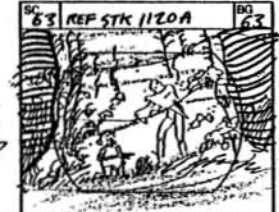
WIND
FX
LD

B.S. MOUNTS WARLOCK...



FLIES O.S. (R)...

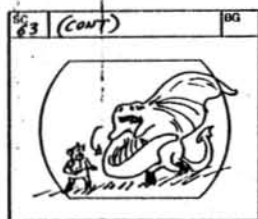
16-08



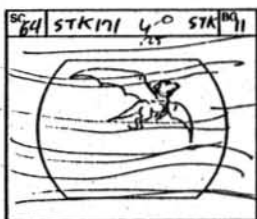
WIND
FX
LD

ON KLONE AND BALKAR- KLONE
IS CHANGING INTO A
MANTA BAT...

SC
CONT
12

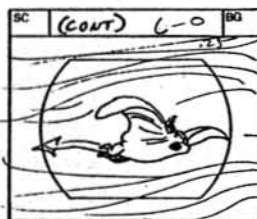


47 K'LONG GESTURES WITH WINGS -
K'LONG
Climb aboard, Balkar!



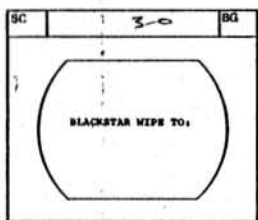
WIND FX

64 BS THRU -



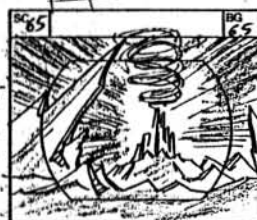
65 FOLLOWED BY 'MANTA-BAT' K'LONG AND BALKAR -
1-0 DIAL

85-11



EXT. OVERLORD'S CASTLE - DAY

A bleak, evil place, surrounded by ice. The castle is multi-towered, dark, powerful-looking. Above the castle hangs an aurora borealis, rainbow-hued. Multi-colored beams ENTER FRAME from all directions and add to its power. From the center of it, a tight beam of sparkling energy spirals down to the top of the castle's highest tower, giving the whole affair the appearance of a mushroom cloud of magical force. PUSH IN ON tower, and



OVERLORD
(Eulkaant)
My greatest spell, Visiter, and soon it will be complete!



WILL

66 CLOSER ON TOWER, RAYS CYCLE INTO BALL AS OVERLORD AND QM LOOK ON.
GRAND VIZIER
EURE. My Lord! Undreamed of power!

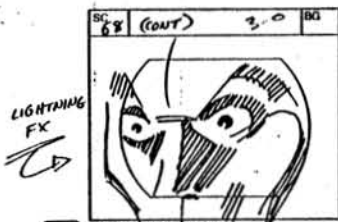


67 GRAND VIZIR: (CONT)
(Nervously)
But there is great danger, too!



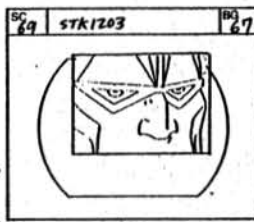
68 ECU GRAND VIZIR -
GRAND VIZIR: (CONT) (VO) The spell could run out of control, destroy us all!

SC CONT 13

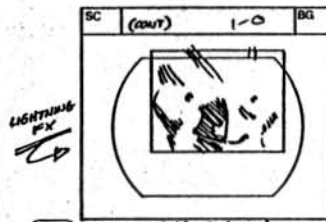


LIGHTNING FLASH!
SFX: THUNDER!

3-0 54



OVERLORD
(Angrily)
I know what I'm doing!



LIGHTNING FLASH!
SFX: THUNDER!

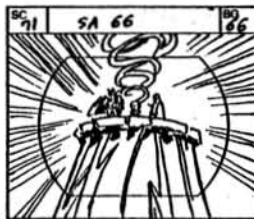
1-0

85-11
FILMATION STUDIOS



OVERLORD: (CONT) (threatening)
Do not challenge me!
GRAND VIZIER
Haver, my lord.

54/55



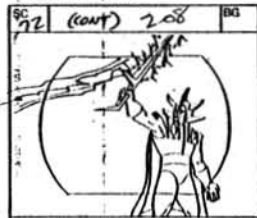
GRAND VIZIER (CONT)
Your only challenge
comes from the one who wields the
Starcord.

55



OVERLORD
Blackstar! That rebel!!
Where is he?

56



He draws the Powersword and FIRES it.

56/57



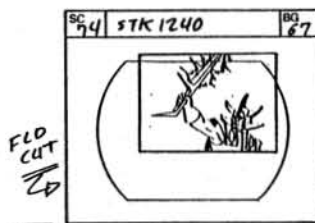
PAN TO CLIFF OF ICE!

57



The Powerbeam ENTERS FRAME and STRIKES it with a FLASH of
sparkles. The center of the cliff swirls with colors, then
coalesces into an IMAGE of Blackstar, Warlock, Klone and
Belkar flying through the sky.

14



57A * OVERLORD (fuming)
--So is some ~~here~~



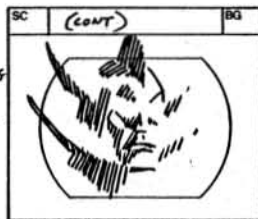
57B THE IMAGE FADES OFF
OVERLORD (V.O. cont.)
--Very well, then--



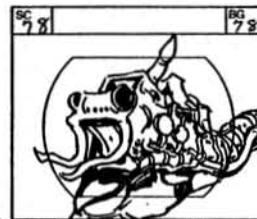
57C OVERLORD SHEATHES HIS SWORD
OVERLORD (Cont.)
(Full of menace)
--We shall welcome him!



57A OVERLORD
Visir -- call out the
Piranha Hawk!



LIGHTNING FLASHES...
SFX: THUNDER!



ON ORNATE WHISTLE...
SFX: EERIE, UNPLEASANT SOUND



57D LONG - OVERLORD HOLDS OUT HIS
ARMS...



57E PIRANHA HAWKS LAND ON HIS
OUTSTRETCHED HANDS...



57F CLOSE, OVERLORD SMILES
EVILLY...

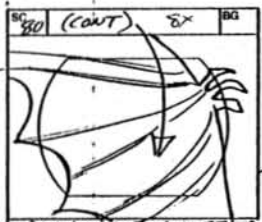
85-11
FILMATION STUDIOS

REVISED
FINAL REVISION
DATE 9/23/01

SC CONT
15

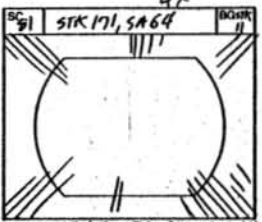
85-11
FILMATION STUDIOS

SC 80 (CONT) 8x BG



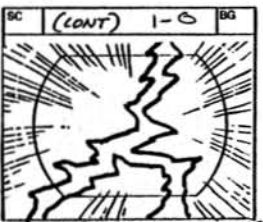
PIRAMIA HAWK'S WING BEATS DOWN INTO SC

SC 81 (CONT) 4x BG



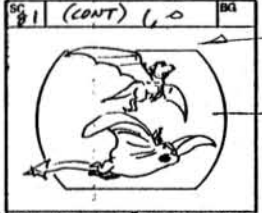
SCREEN FILLED BY FLASH...
SFX: THUNDER!

SC 82 (CONT) 1-0 BG




FLASH FADES OF REVEALING LIGHTNING-BOLT
SFX: THUNDER!

SC 81 (CONT) 4x BG



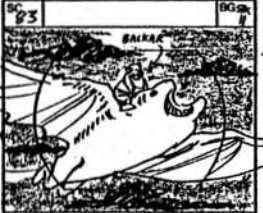
B.S., KLONE, BALKAR THRU SC...

SC 82 40 STK 4 BG 12




BLACKSTAR (shouting)
Just think, Klone. This is the calm before the big storm.

SC 83 BG 8



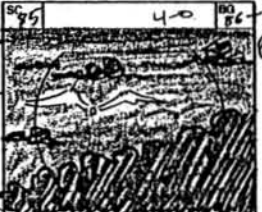
KLONE (shouting)
If this isn't a storm, it's sure doing a good imitation!

SC 84 STK 201 BG 12



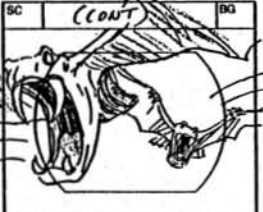
BALKAR (SHOUTING)
Great Sagar!!

SC 85 40 BG 12




WIS POV - ON PIRAMIA-HAWKS

SC 86 (CONT) BG



BALKAR (O.S.) (Cont.) (SHOUTING)
Pirakha Hawk!!

SC 87 (CONT) BG



BALKAR (O.S.) (Cont.) (SHOUTING)
Pirakha Hawk!!

FLO CUT
CD

FAST CUT TO

FLO CUT
CD

PAN

PAN

PAN

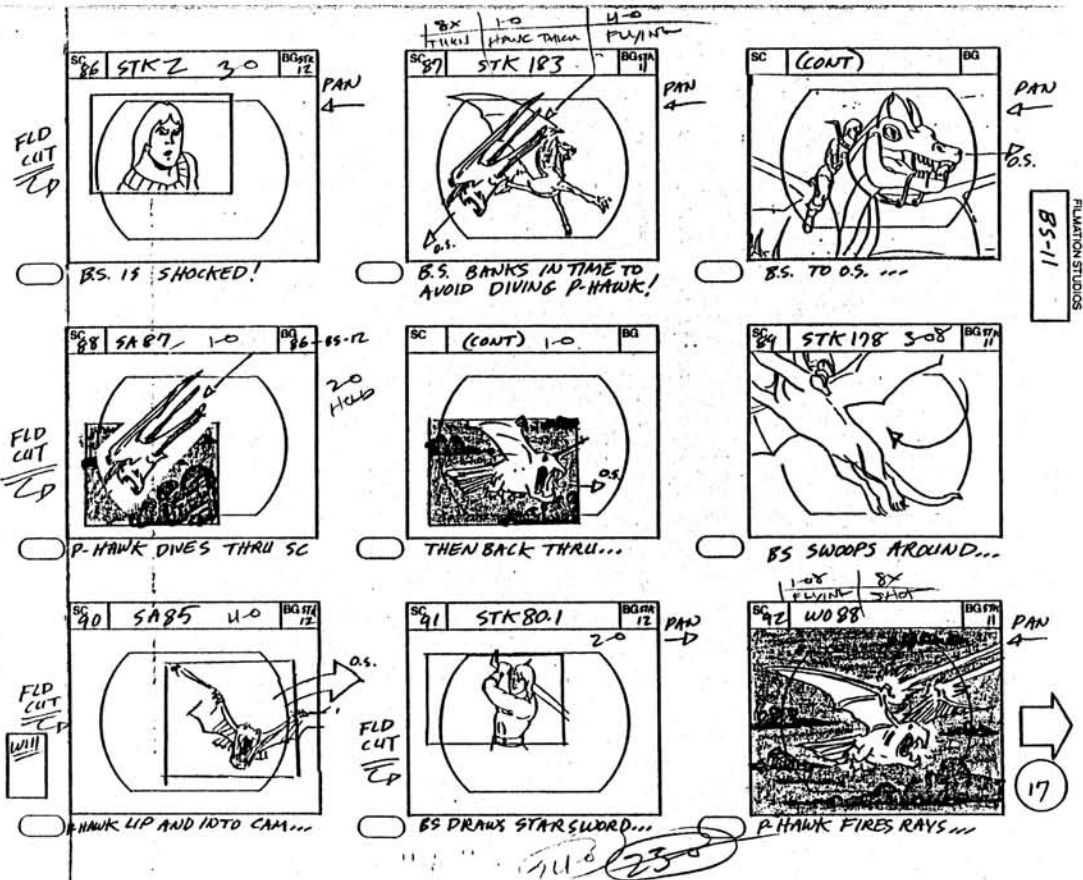
O.S.

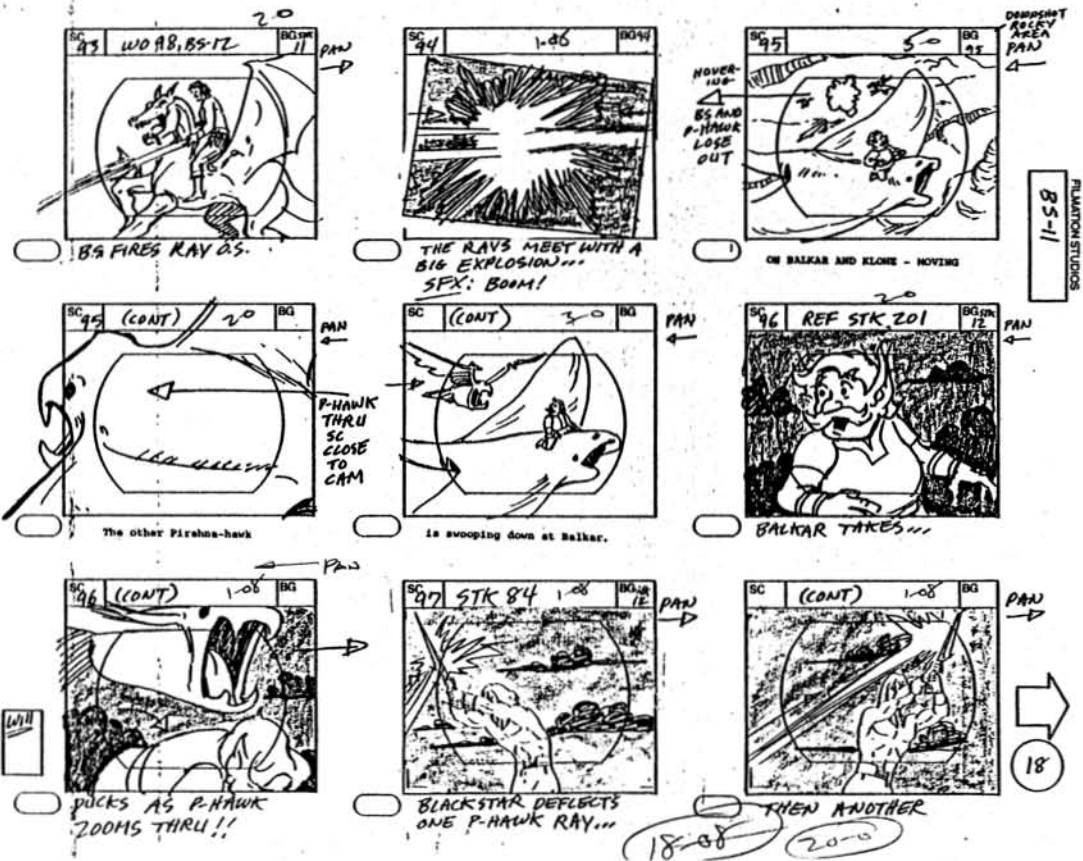
65

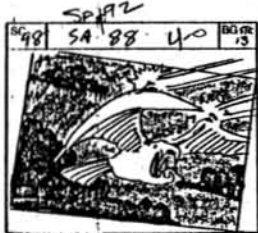
4-8

66

16





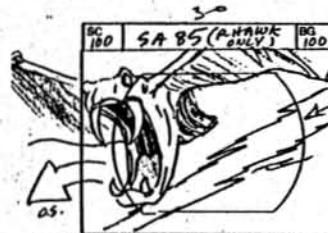


P-HAWK SHRIEKS!
SFX: SHRIEK!

PAN



B.S. FIRES...

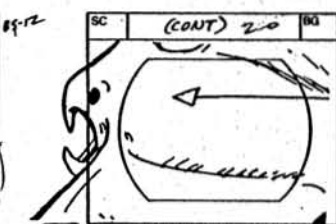


P-HAWK BANKS O.S.

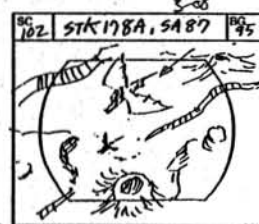
BS-11



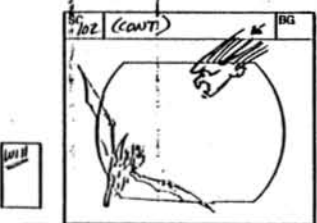
B.S. DIVES THRU...



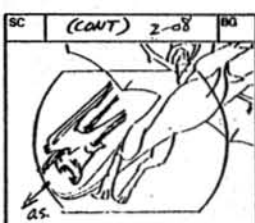
P-HAWK THRU CLOSE TO CAM...



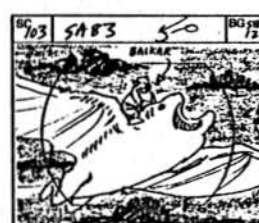
B.S. INTO SC



DODGING P-HAWK...



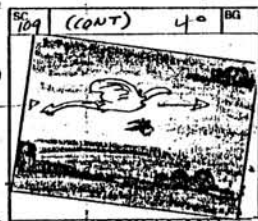
AND SWOOPING O.S.



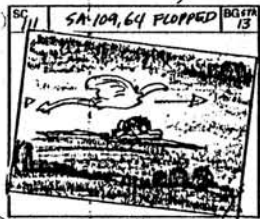
ON BALKAN AND KLOHE - MOVING

19

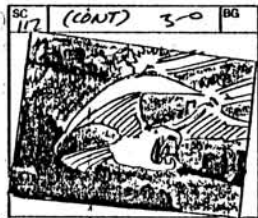
24-08



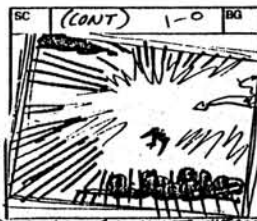
KLOVE AND BAIKAR GAIN THRU VERY FAST, OVER P-HAWK'S HEAD...



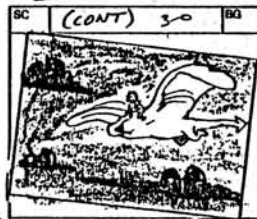
KLOVE THRU SC...



RIGHTS ITSELF AND FIRES RAYS AS...



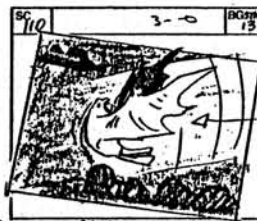
AS KLOVE GOES OFF, THERE'S A BIG SONIC BOOM!
SEX: SONIC BOOM!



AND BACK THRU AGAIN...



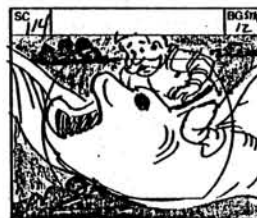
THE ZAPS HIT KLOVE...



THE BOOM SENDS THE P-HAWK TUMBLING...



P-HAWK INTO SC... IT STOPS...

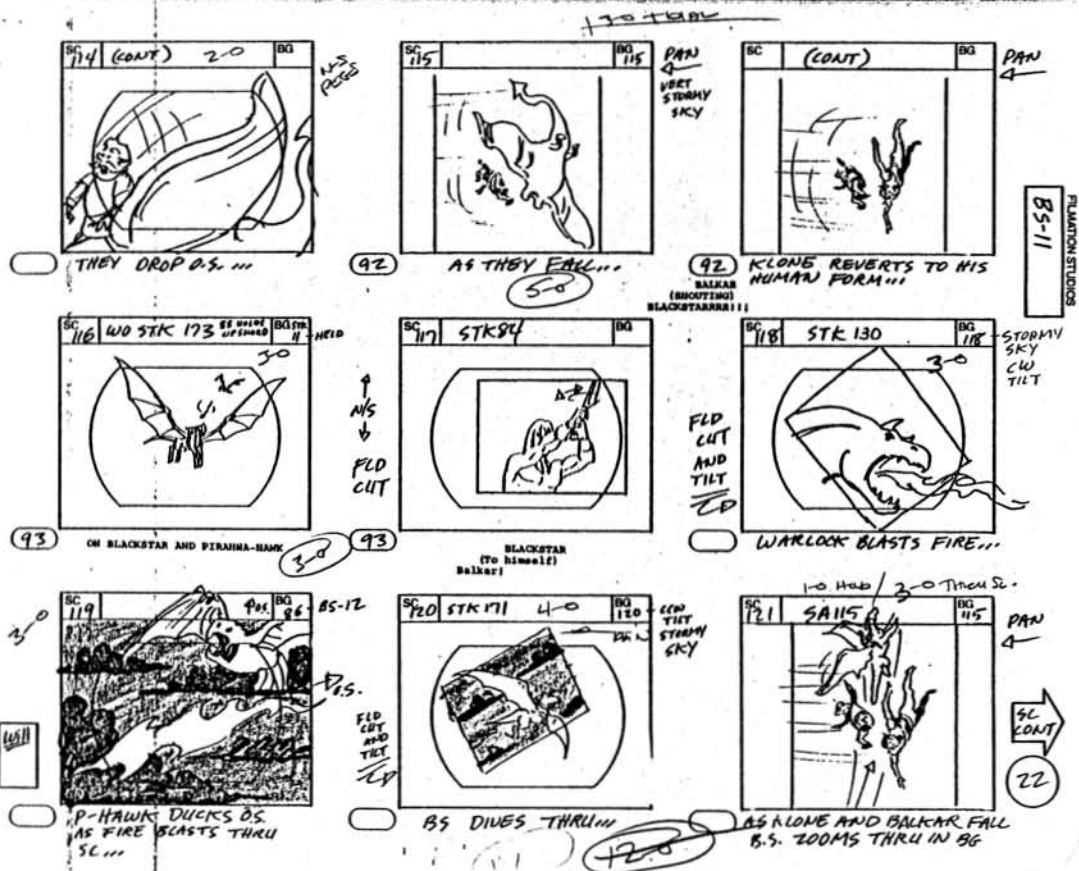


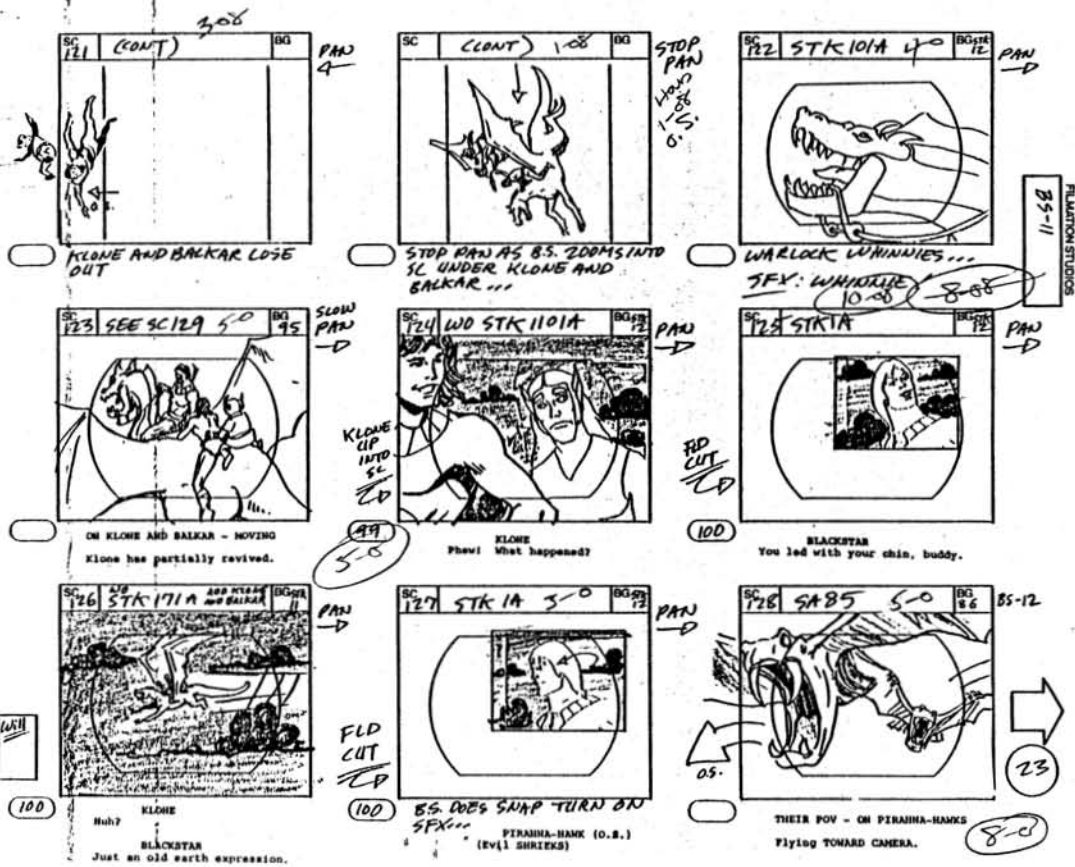
KLOVE (Dizzily) blocking...out...

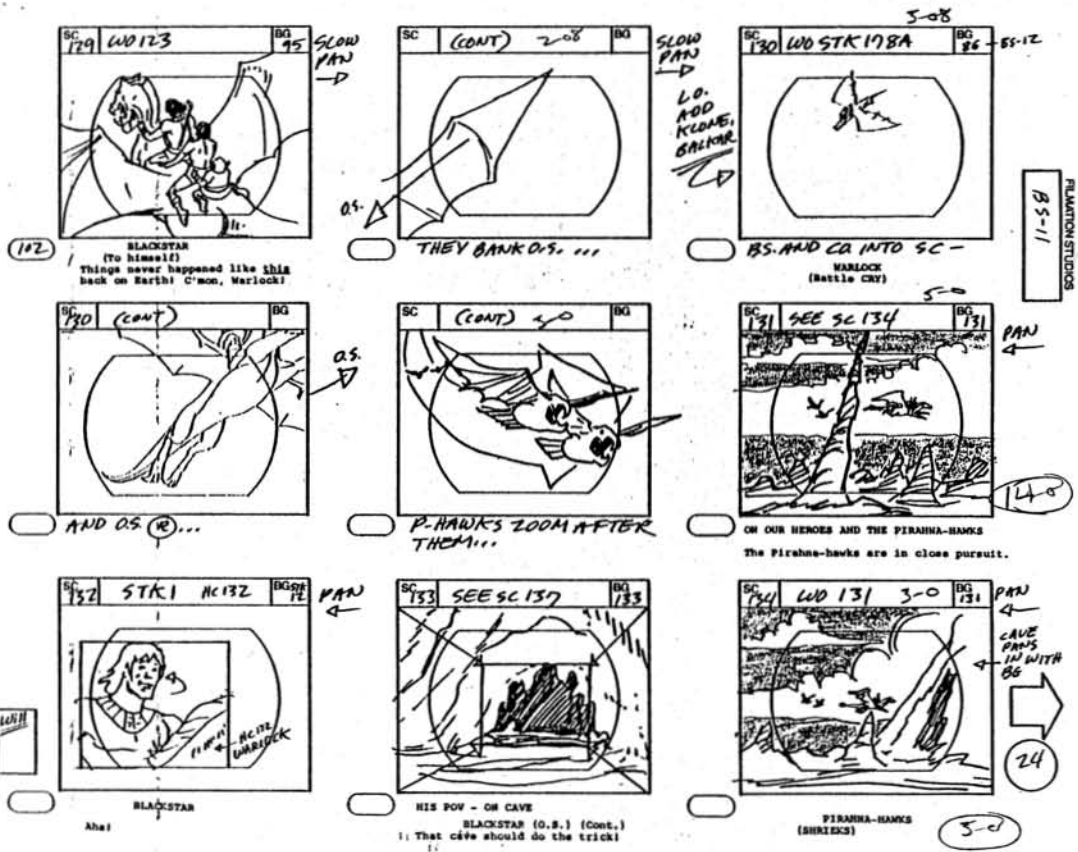
BS-11

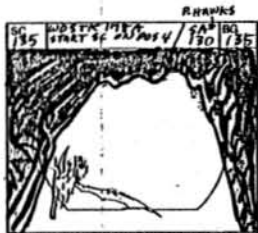
SC CONT

21

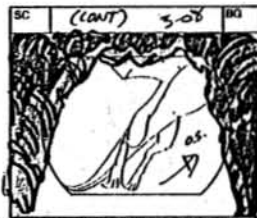




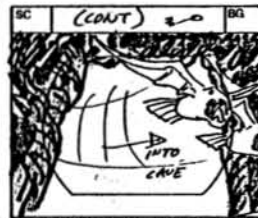




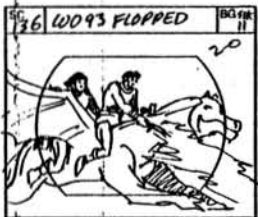
THRU CAVE MOUTH WE SEE
B.S. ...



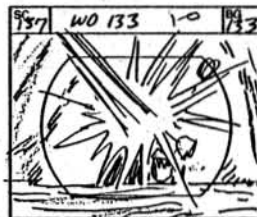
WHO SWOOPS UP AND AS. ...



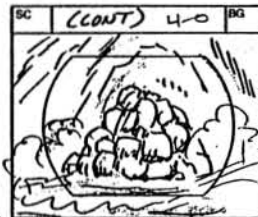
P-HAWKS, UNABLE TO STOP,
ZOOM INTO CAVE!



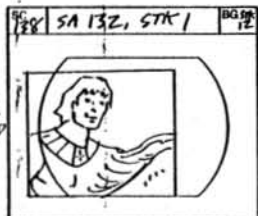
ON BLACKSTAR
He FIRES a Starburst downward D.S.



ON CAVE OPENING
The Starburst ENTERS FRAME and STRIKES it.



The opening CAVES IN and is sealed-up.



ON BLACKSTAR
Signed, sealed and delivered!



ON OUR HEROES - MOVING
Varlock PEELS OFF and flies AWAY FROM CAMERA.



BLACKSTAR WIPE TO:

85-11
FILMATION STUDIOS

13-08

25

8-8



NOTE:
FOR SC. 3
THAT USED
RAIN 052
STK 1030
ON 2ND
PASS. VARY
FX SIZE
AND FX.



STK RAIN 1030
PAN UL-OL
AT
SEP SPEED

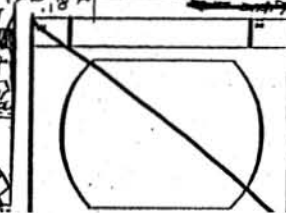


LIGHTNING FLASHES CLOSE TO
CAM. HOLD A BEAT THEN

REEL
65-11



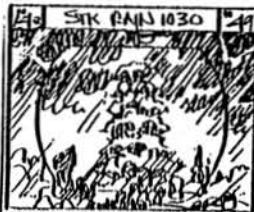
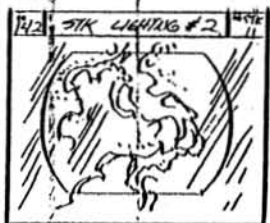
SA SC. 3
BS 8
FLOOD
WATER
STK



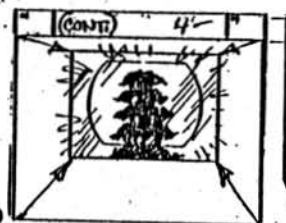
A DISTANT UNSEEN LIGHTNING
FLASH ILLUMINATES THE BOTTOM
OF STYL CLOUDS.
SFX: THUNDER

IF FOUR LEGGED HORSES CRETTER
THREATEN TO GO FOR MAN OVER TO
WHERE THE SACAR TREE CAN BE
SEEN IN THE DISTANCE.

The storm continues to rage. THUNDER and WIND SFX.
Lightning bolts illuminate the sky in the distance.
The overcast gives the forest a twilight pall. A mist
floats above the ground, obscuring various bits of flora
and fauna. Most importantly, the forest looks subtly
AGONY.



REF
B6 90
B3-2



TRUCK IN ON CLOSER SHOT

LIGHTNING BRIGHTENS THE SKY
AND SILHOUETTES THE TREE.
SFX: THUNDER

26

STK RAIN-7030
119

116 TRUCK IN ON UPGHAT OF SAGAR TREE BALCONY

REF 54
148

POULCO & GOSSAMEAR ARE CONCERNED

W/O 50
80

118 GOSSAMEAR CONT. V.O. Everything will turn out all right.

REF-51
3-0

POULCO & GOSSAMEAR STAND BESIDE MARA'S BED. BUBBLE & RIF READ MAGIC BOOK.

W/O 145
2-08

POULCO LOOKS AT O.S. MARA WITH BIG SAD EYES. (Lovesick, worried SIGN)

W/O 145A, 145C
54

119 GOSS. CONT You'll see.

CONT
1-0

MARA IS 2ND PASS TRANSPARENT.

W/O 145A
54

119 GOSSAMEAR (Concerned) Don't worry, Mara!

REF STK-501A
146

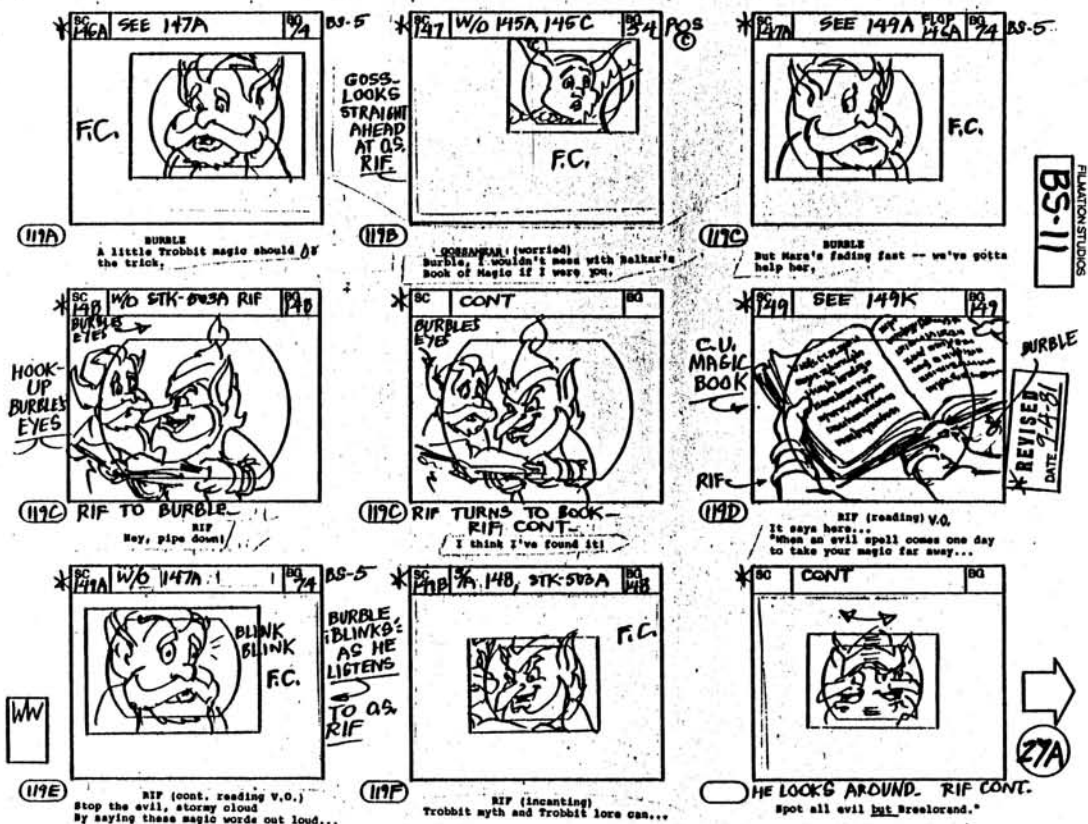
117A GIR Let's That's right! We're gonna fix you up -- fit as a fiddle!

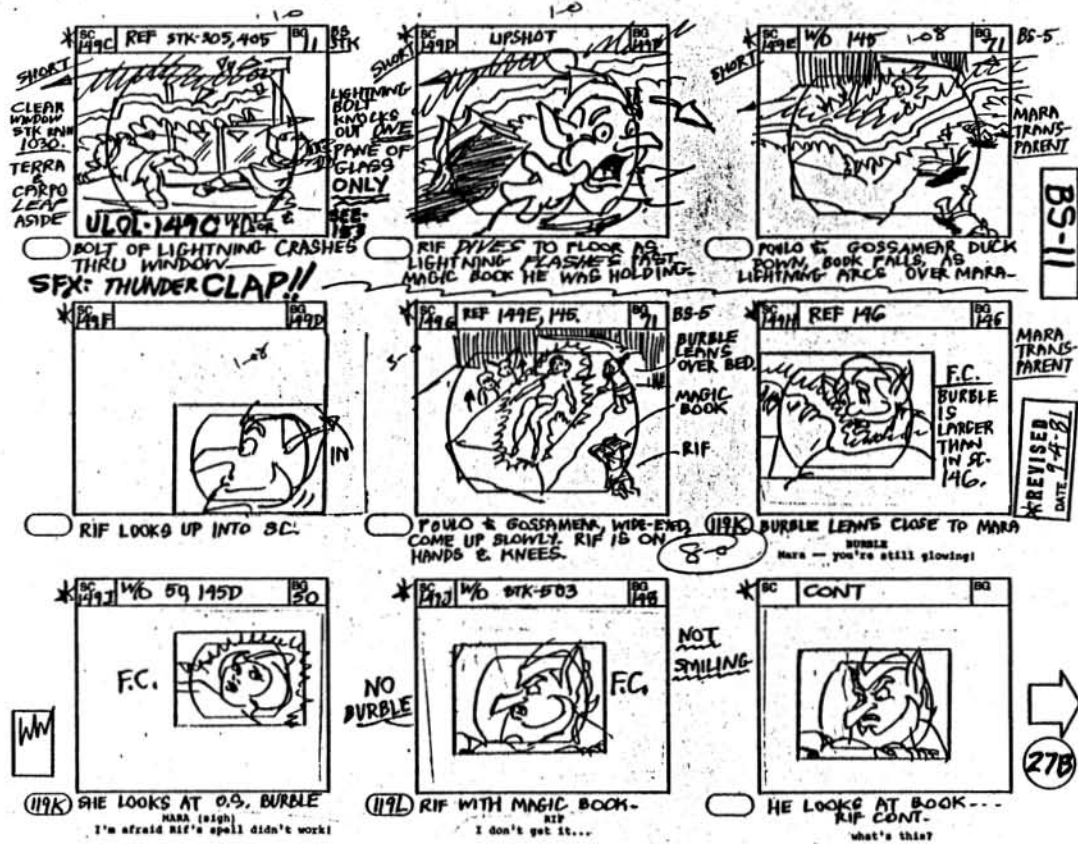
FLAMATION STUDIOS

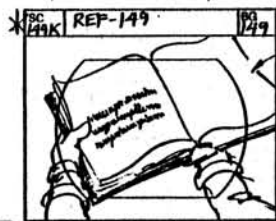
BS-11

REVISED DATE 9-4-81

27







117M RIF (reading) V.O.
"If these magic words are wrong
it means the evil is too strong."



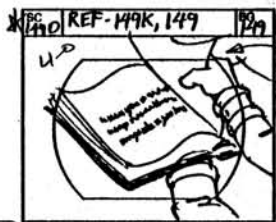
117M RIF CONT
It means Breelond will come along.



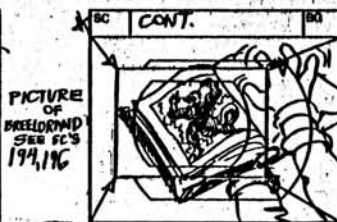
117N BUNGL
Breelond? Who's Breelond?

EYES
LOOK
STRAIGHT
AHEAD,
BLINKS.

BS-11



117P RIF SLOWLY TURNS THE
PAGE, DRAMATICALLY...



PICTURE
OF
BREELOND
SEEN IN THE
199, 196



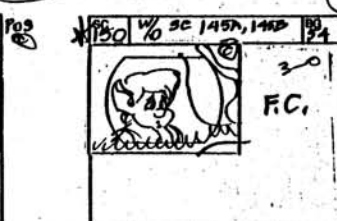
MARA
TRANS.
PARENT

MARA IS GLOWING & FADING.
POULO & GOSSAMEAR ARE
CONCERNED.

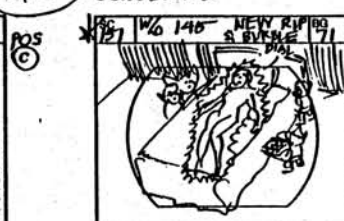
REVISED
DATE 7-7-8



119P GOSSAMEAR
Just hang on, Mara... please?!!



119P POULO
(sympathetic whistle)



120 MARA
(Weakly)
Unless Blackstar hurries, it will
be too late.

BS-5

27C

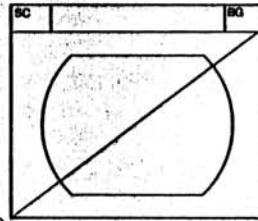
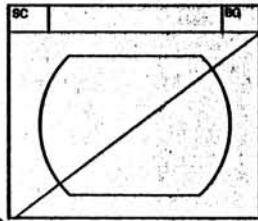
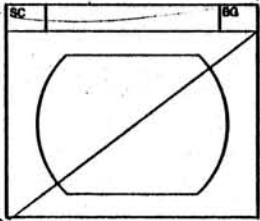


MARA
TRANS-
PARENT

SLOW
T.I.

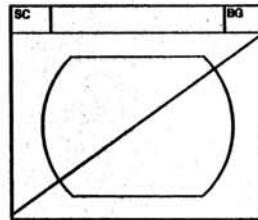
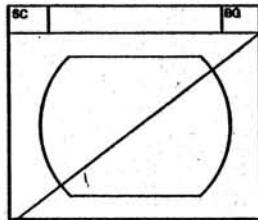
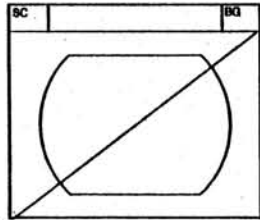
(120)

MARA CONT.
I have only a little
magic left...and I grow weaker
by the moment!



B5-11

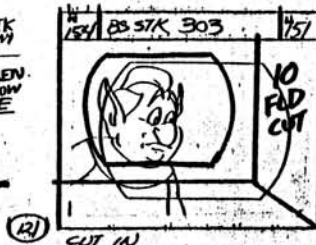
REVISED
5-6-81
DATE



27D

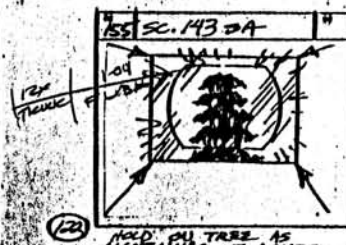


CARPO
(Frightened)
S-s-s-see anything?



CUT IN

TERRA (peering out)
Nothing but the storm. Ter-
rible weather for planting...



HOLD ON TREE AS
LIGHTNING FLASHES



TRUCK IN THROUGH FOREST



-LIGHTNING



OL TREES PULL BACK AS WE
PUSH IN SLIGHTLY ON GROUND
SHUDDERING PUSHING UP



THEN A TOTALLY NON-HUMAN
TENTACLED MONSTER RISES UP
FROM BELOW GROUND.



TENTACLES REACH INTO SC



TENTACLES ENTER IN SILHOUETTE
(looking off, lost in thought)
I wish Balkar would get back.

11-68

REVISED
DATE 9-4-81

28



124 AS TERRA TURNS, THEN SLIDED THE TENTACLE ENTERS SC. OUTSIDE
TERRA (to Carpo)
Oh, don't be so silly!



125 CARPO (frightened)
T-T-T-Terra! Behind You!



126 TERRA TURNS TO SEE TENTACLES WHICH SWARM THROUGH WINDOW.



127 MARA SEES THE DANGER...



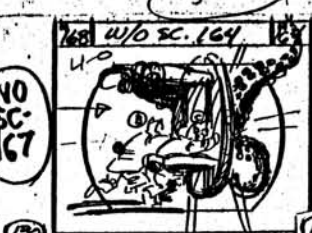
128 ... STRUGGLES TO GET UP...



129 TERRA: "HPE!"



130 TERRA DASHES O.S.



Terra and Carpo tilt the table on its side and push it against the window, forcing the tentacles back. They continue to hold the table flush against the window.

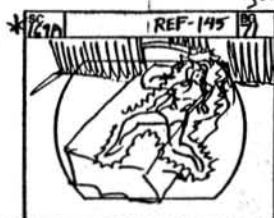


132 CU BURBLE, SCARED

BS-11

REVISED
DATE

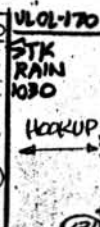
29



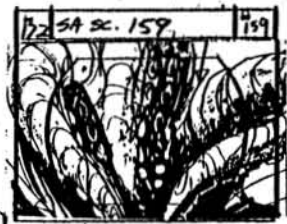
MARA, ONE FOOT ON FLOOR, STRUGGLES TO GET OUT OF BED & COME TO TROBBIE'S AID



BURBLE DOESN'T NOTICE TENTACLE WHICH COMES IN SNUDDOW BEHIND HIM.



BURBLE TURNS WITH A SNAP



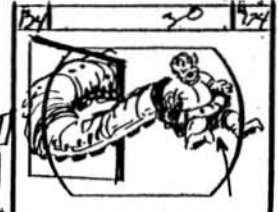
BURBLE (O.S.) (comically frightened) Ohohohohohohohohoh!!!



RIF LAUGHS ABOUT AT BURBLES DILEMMA. RIF: BURBLE!



REVISED DATE 9-4-91



Burble is completely wrapped up in the tentacle, which is pulling him out of the window.



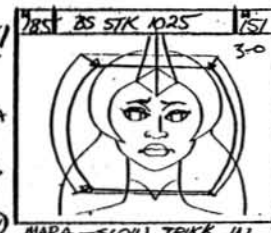
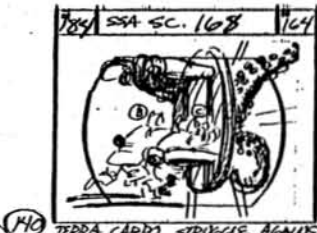
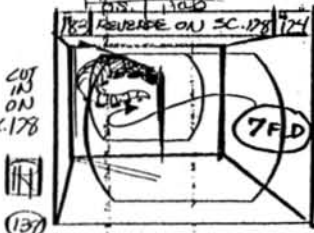
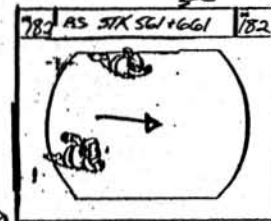
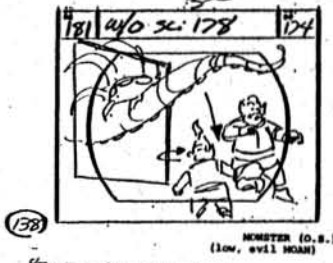
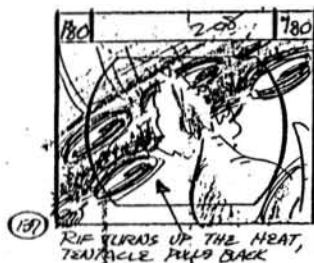
ON POULO, MARA, AND GORANHEAR, reacting to this.

MARA TRANS-PARENT



6-88

30

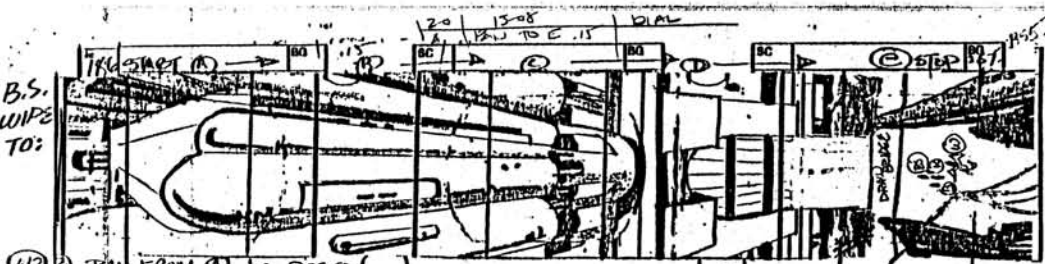


ON TENTACLE
It snakes out the window.

TERRA, CARLO STRUGGLE AGAINST
TENTACLES.
TERRA
"Rif! Poulo! Somebody!!"
"Find something to block"

MARA - SLOW TRUCK IN.
Wavering and transparent. She is terribly weak. Her expression shows concern and an overwhelming feeling of helplessness.

B.S.
WIPE
TO:



(123) PAN FROM (A) TO POS (B)
ADD OF LOWERED DRAWBRIDGE.

Blackstar, Warlock, Balkar and Kione stand before the entrance to the Overlord's castle.

BLACKSTAR
How to find the Overlord!

15-08



(143) B.S. TURNS AT OVERLORD'S VOICE

20

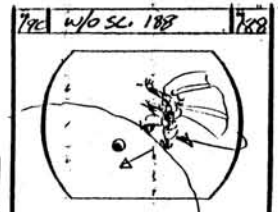


(144) OVERLORD ANSWERS.
OVERLORD (O.S.) (full of menace)
You have found him, Blackstar!
OVERLORD HOLD A CRYSTAL OVERHEAD

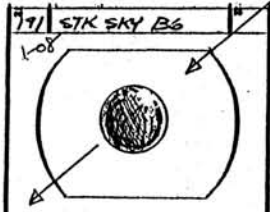


OVERLORD (cont.)
--but you have found him

too late



(146) OVERLORD THROWS CRYSTAL DOWN
OVERLORD (CONT.)! TOO LATE! "O.S."

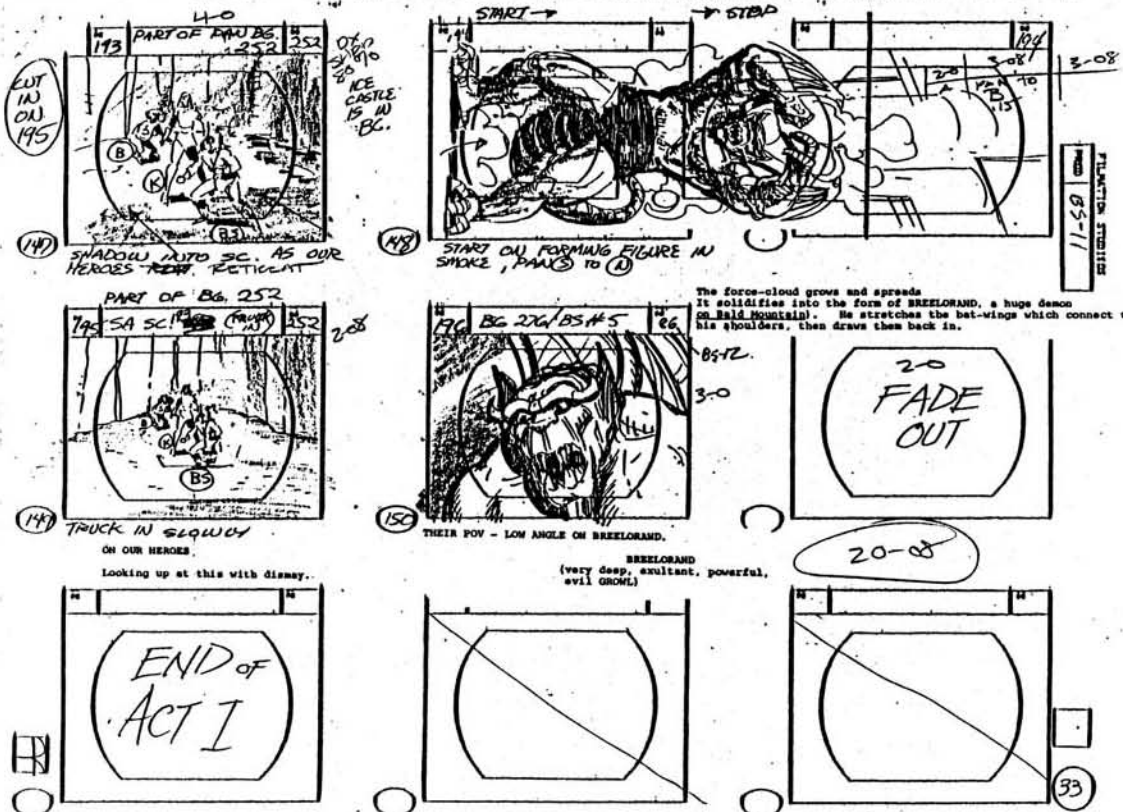


(147) GAINS IN S., HOLDS



(148) CRYSTAL SMASHES RELEASING
MYSTIC ENERGY.

5-8



BLACK STAR
BS#62011

20 10 DIAL
F.I. 1000
FLD. CUT.

FADE IN

159

30

THE OVERLORD'S BIG SPELL
"THE OVERLORD'S BIG SPELL"
BS #62011

198 SA SC. 148 (CUT) 352

159

ACT II
FADE IN

199 SA SC. 188 188

NO CRYSTAL

159

OVERLORD (O.S.)
(Gloating)
Meet Breslorand --

200 SA SC. 178 252

159

OVERLORD (O.S.) (Cont.)
-- my mightiest creation --

201 BS SK 1101 (INT) 58 18

BG. 271A
BS. #5

159

ON OVERLORD

OVERLORD (Cont.)
-- And my slaves!

202 SC. 351 BS. 8 188

155

10

34

KLONE
(To Blackstar, sotto voce)
Here comes the big storm you
were talking about.

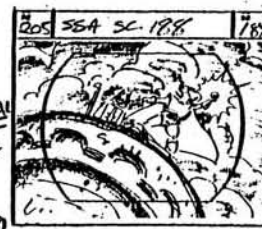
OVERLORD
(SHOOTING)
Breslorand! Destroy my enemies!



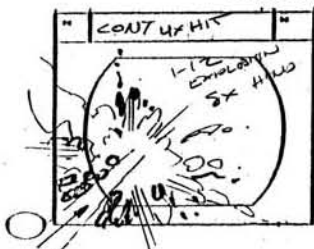
156 BREEZORAND LOOKS UP AT OVERLORD (O.S.)
BREEZORAND
(Low, evil LAUGH-GROWL)



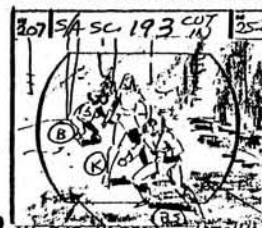
157 BREEZORAND SHOT A POWER BEAM UP O.S.



The beam ENTERS FRAME and STRIKES the section of parapet directly in front of him, reducing it to SMOKING rubble.



159 OVERLORD AND VIZIER RECOIL



160 ON OUR HEROES, WATCHING



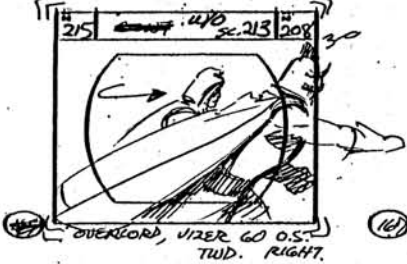
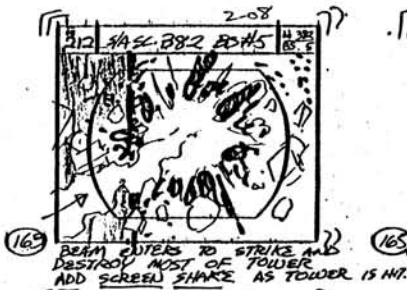
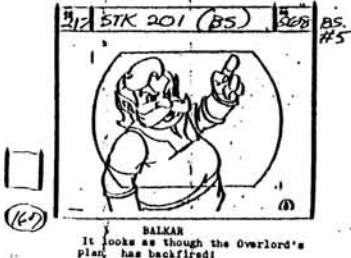
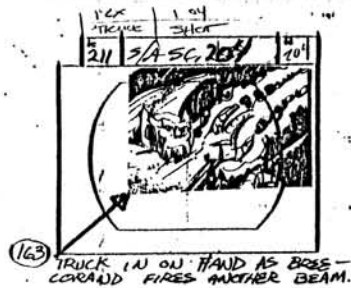
161 OVERLORD
(Angrily)
Not me, you fool! Them! Them!



162 BREEZORAND
(Angry SNARL)

156-176

REVISED
DATE 3/1/88





Unit BREKLOHARD



He FIRES another powerbolt down OUT OF FRAME.



ON OUR HEROES

The beam ENTERS FRAME and STRIKES the ground in front of them with a big BOOM and a FLASH.

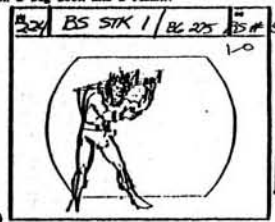


Leaning away from the explosion.

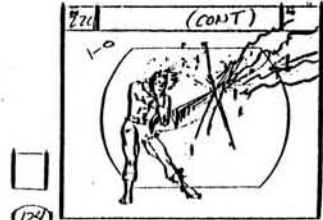
BLACKSTAR
I guess he isn't!



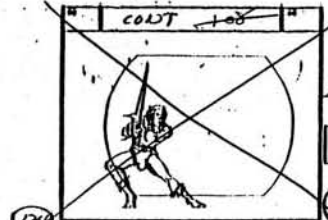
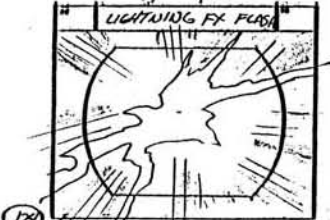
He FIRES two powerbolts, one from his left hand, then one from his right. They EXIT FRAME.



Blackstar draws the Starsword and tenses.

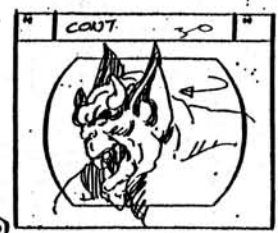
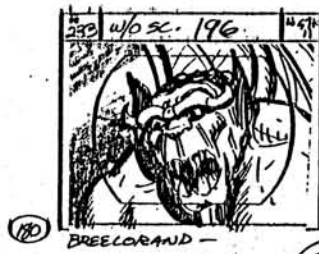
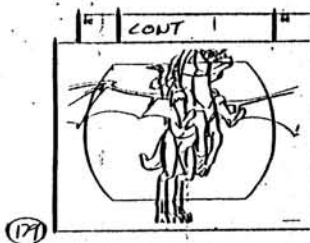


The beam ENTERS FRAME. Blackstar DEFLECTS them. There is a BLINDING FLASH, at which point the screen goes to white.



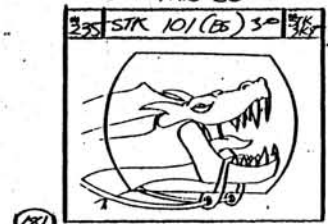
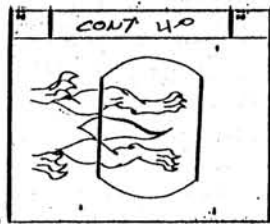
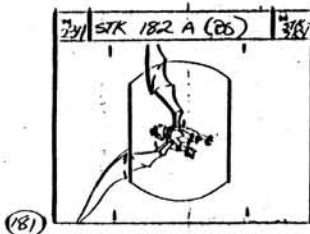
REVISED
DATE 31 AUG 81

* NO SC 225



FLUORINE STRIPES
85-11

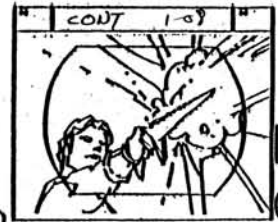
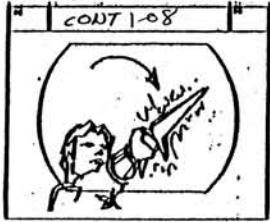
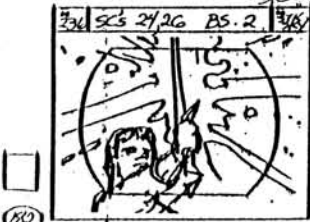
30-40 - Surveying the terrain with evil intentions.
← PAN BG



17-
PAN BG

BLACKSTAR
(To Warlock)
This has gotta be our best
shot, Warlock!

WARLOCK
(WHINY?)

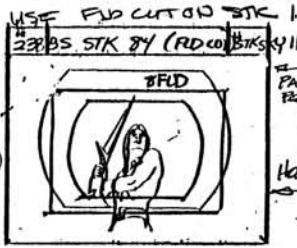


Blackstar FIRES the Starsword ahead of him in a continuous
beam, releasing the mystic weapon's full power. The beam
EXITS FRAME.

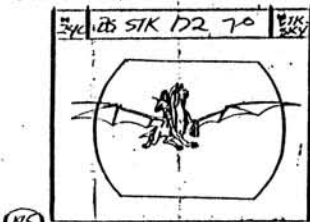
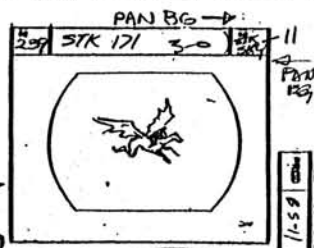
10-0



183 **EXAM STRIKES THEN STOPS.**
The beam STRIKES him in the chest with incredible force, sparkling madly. He is pushed back by it. He pushes against it. It takes a lot of effort, but he throws off the effect of the blast.



184 **BLACKSTAR**
He threw off the blast! Incredible!



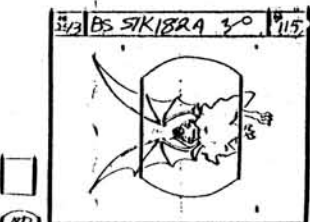
186 **BLACKSTAR**
Let's turn up the heat, Warlock!



187 Warlock opens his mouth. FIRE shoots forth.



188 **ON BREELORAND**
Seeing this.



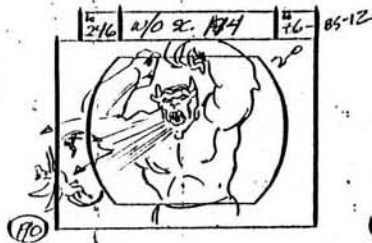
189 **HIS POV - ON BLACKSTAR AND WARLOCK**
Flying straight TOWARD CAMERA, FIRE shooting out of Warlock's mouth.



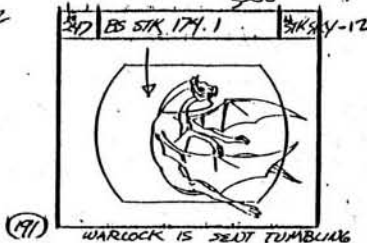
190 **ON BREELORAND, BLACKSTAR AND WARLOCK**
Breelrand is unaffected by the flames.



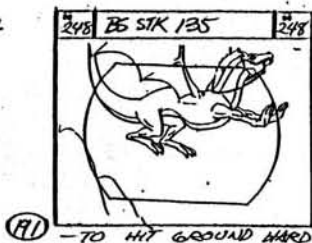
191 **BREELORAND**
(Angry GRUNT)
THPA! HE BLOWS O.S.



ON BREELORAND, BLACKSTAR AND WARLOCK
Breelrand blows on them with a mighty blast of air, knocking them OUT OF FRAME.

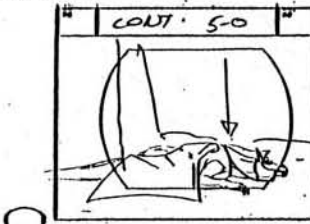
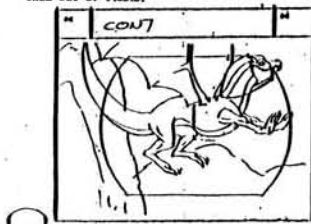


WARLOCK IS SENT TUMBLING



-TO HIT GROUND HARD

FLATION STOPS
83-11



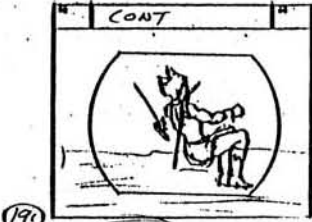
BS. FALLS -



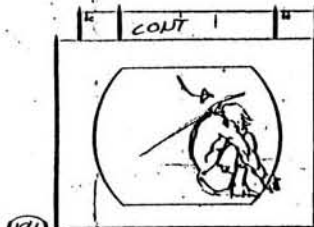
BS. COMES OUT OF THE
INTO SC.



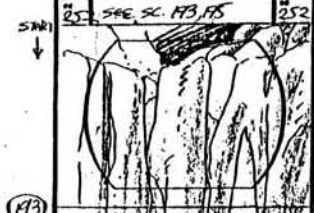
INTO A SHOULDER ROLL
& SPRINGS UP



16-58



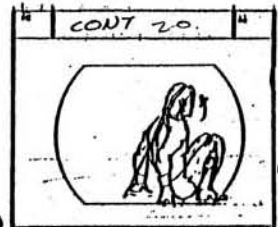
191
CUSHION
20 7.0 1-88
A P. 115 116



193



193
FROM (1) TO (3) FROM KBCLIFF TO
BALKAR AND KLOWE AT ITS BASE.



191
ARM BACK HEAD UP
INTO 4 REAR



194

ON BRELORAND
He FIRES a blast O.S.



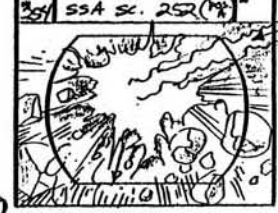
196

BALKAR
The ice and snow rain down on him.



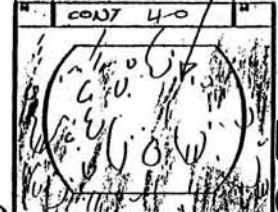
196

CLOSE ON BRELORAND
He glances down.



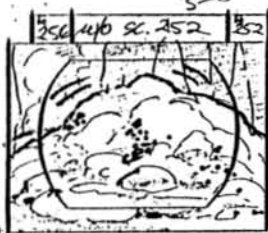
195

ON MOUNTAIN OF ICE
The bolt HITS it, causing a HUMBLING avalanche.

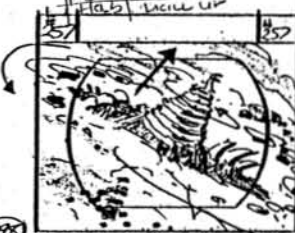


42
-5000 AND KE FILE SC.
23-08

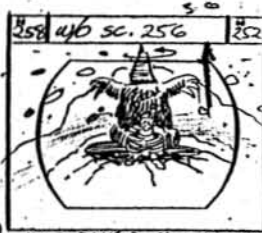
85-11
FILMATION STUDIOS



177
ON FILE OF ICE AND SNOW
Klone and Balkar are lost from sight. Suddenly, something that looks like a drill BREAKS through the top of the rubble from within.

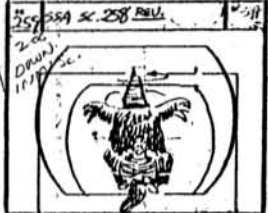


178
AS MOLE DRILLS UP, SNOW IS SLUNG ASIDE.
Something that looks like a drill BREAKS through the top of the rubble from underneath.

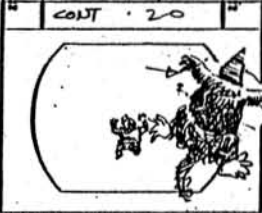


179
MOLE BALKAR UP AND O.S. INTO AIR BY USE OF DRILL-VOSE.

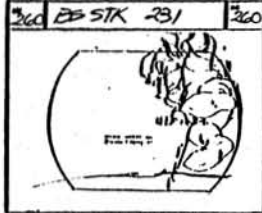
CHG TO
98 TILT
END
BS-11
FILMATION STUDIO



199
CUT IN REVERSE ACTION
MOLE, BALKAR DOWN INTO SC.
11-28
1-102
200
90 TILT



200
DROPS BALKAR TO MOVE O.S.



200
BALKAR LANDS ON GROUND SAFELY



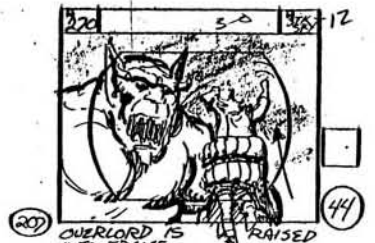
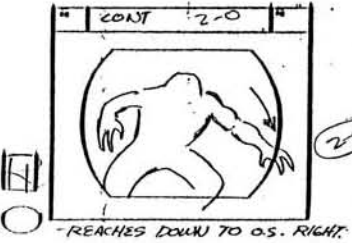
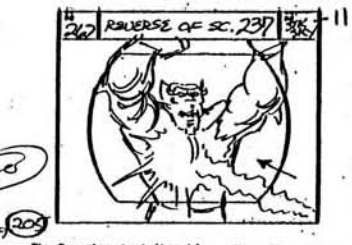
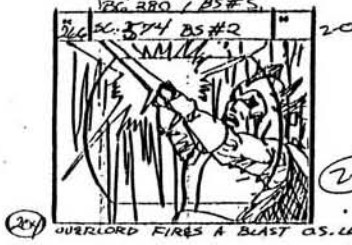
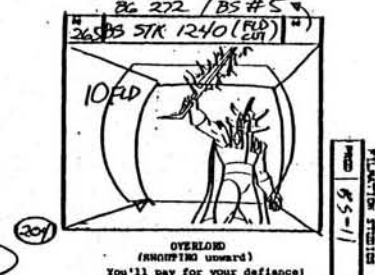
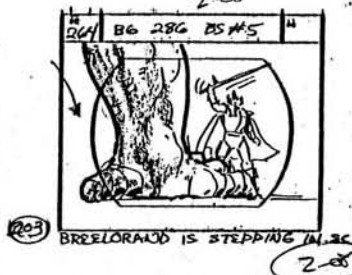
200
HIDE CHANGES TO KLOON
20-0



200
KLOON (Selling)
There are times when being a shape-changer certainly has its advantages.

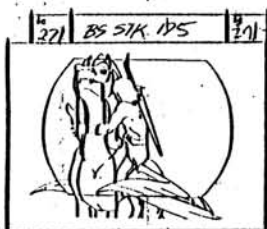


200
BREEZIGRAND
2-08

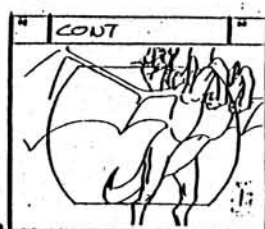


5-1

44

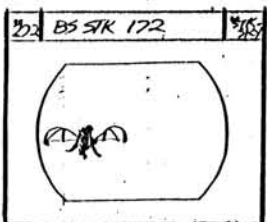


(208) BLACKSTAR RUNS TO HOP UP ON WARLOCK.

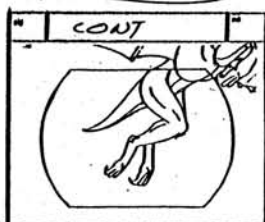
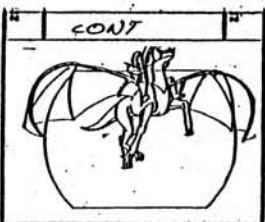


7-08

PLANET STORIES
10-08-11



(209) THEY TAKE OFF.

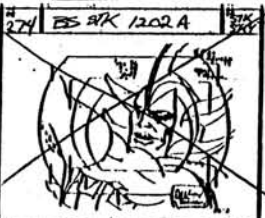


BLACKSTAR
Looks like the Overlord's doing
even worse than we are!

+ 2-08



(207) He holds the Overlord tightly grasped in his hand.
BREELORAND
(Evil CHORTIE)

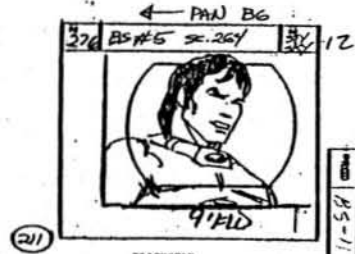
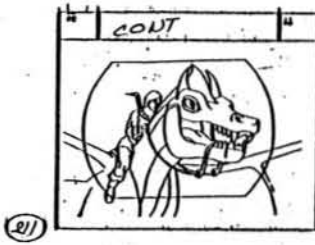
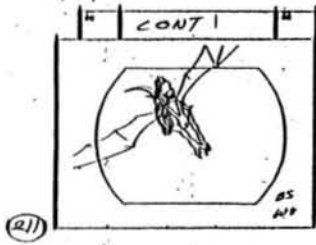


(210) ON OVERLORD
Struggling in Breelrand's hand.

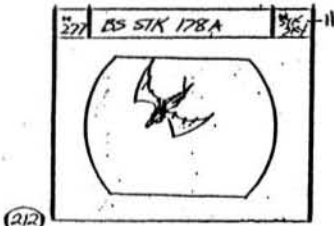


10-08

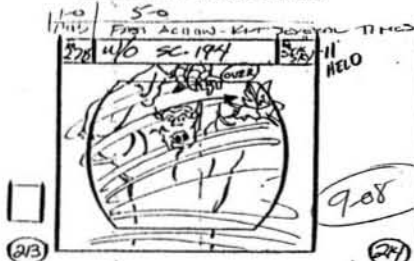
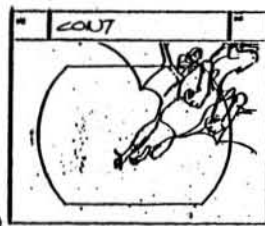
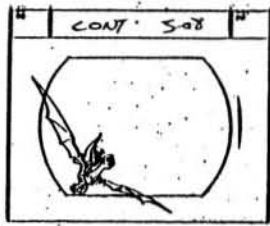
PAN



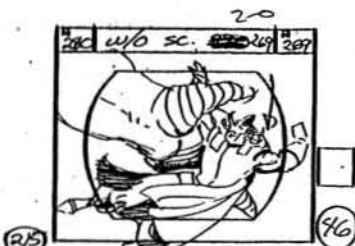
BLACKSTAR
I'm going to hate myself for this,
but...



ON BLACKSTAR AND WARLOCK - ASCENDING



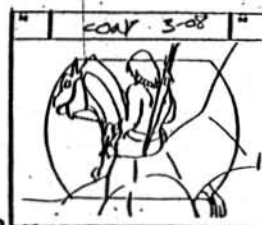
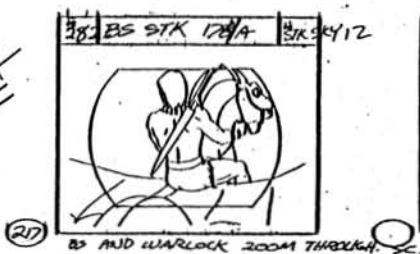
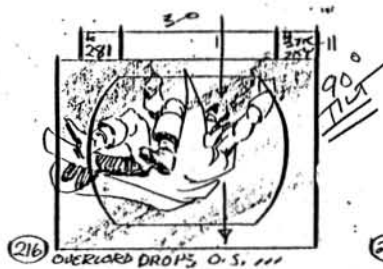
ON BEEKLORAND
Extremely dissy. (reeling)
Muh?



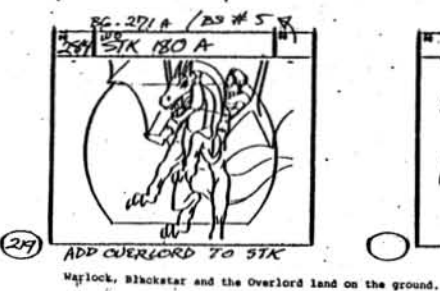
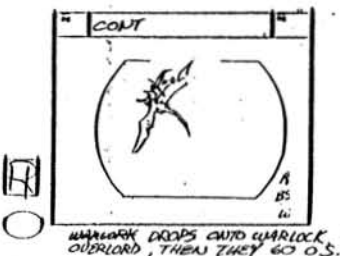
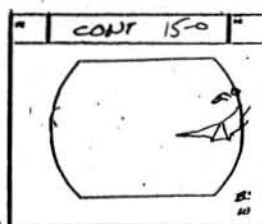
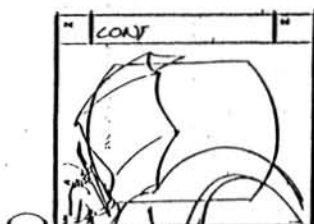
ON BEEKLORAND'S HAND

His grin increases and...

Blackstar and Warlock fly round and round him, then zoom OUT OF FRAME -- just blur --



FLUORIDE STICKS
85-11

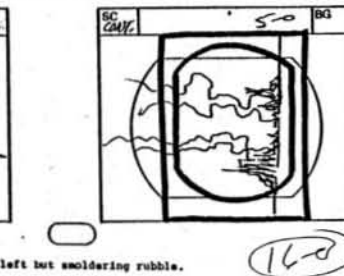
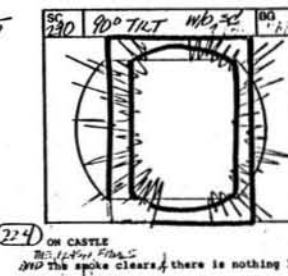
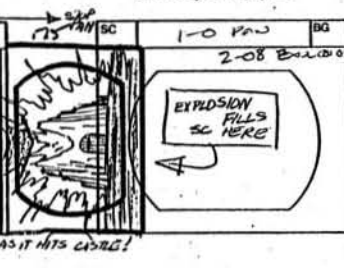
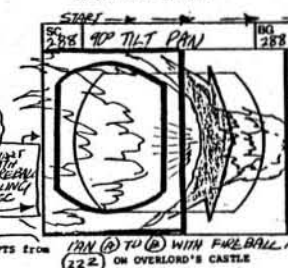
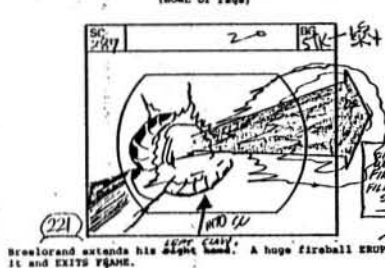
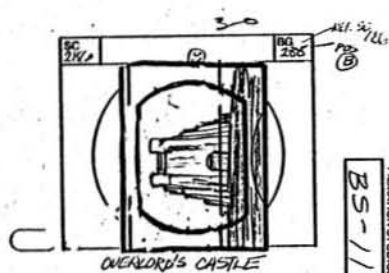
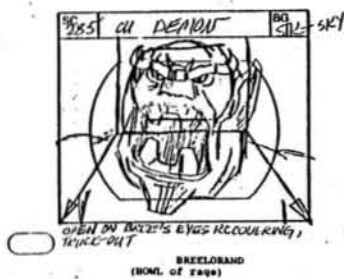


47

28-0

WARLOCK DROPS ONTO WARLOCK OVERLORD, THEN THEY GO O.S.

Warlock, Blackstar and the Overlord land on the ground.

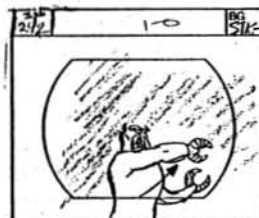




225 ON BREELORAND

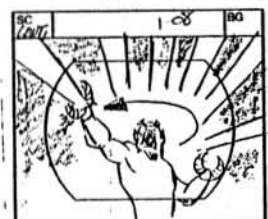


226



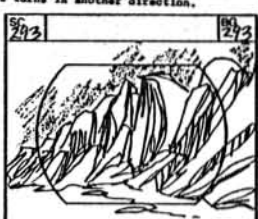
227

BS-11
FLAMING STUDIOS

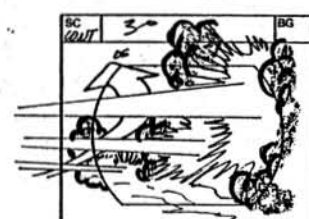


228

He turns in another direction.



229 ON ICE MOUNTAIN RANGE



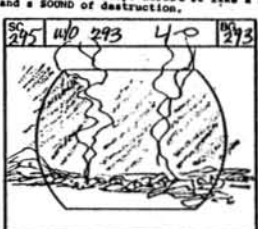
230 FLASH FILLS SC

CAN SHAKES



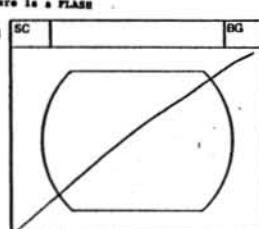
231 ON BLACKSTAR AND OVERLORD AND WARLOCK

Reacting to this.



232 ON ICE MOUNTAIN RANGE

We see that the mountain range is gone, in its place is a charred, black, utterly flat vista of rock



233

49

15-8

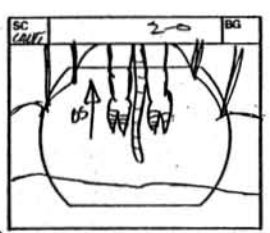
FLAMMION STUDIOS
BS-11



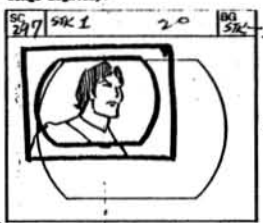
296/12

OR BRESLORAND

He bends his knees, then leaps into the air, FLAPPING his wings mightily.



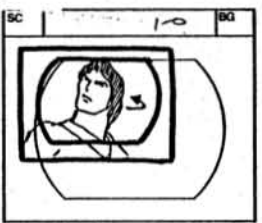
SFX: WINGS



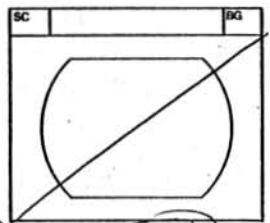
297/1

BLACKSTAR LOOKING FWD

F.P. CUT



LOOKS ②



9-08

SFX: WINGS



298/1

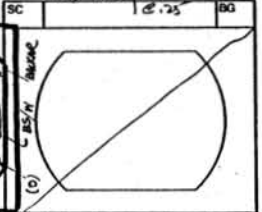
LONG SHOT

As Breslorand flies off



OVERLORD (VO)

Breslorand has departed... to gather more magiq.



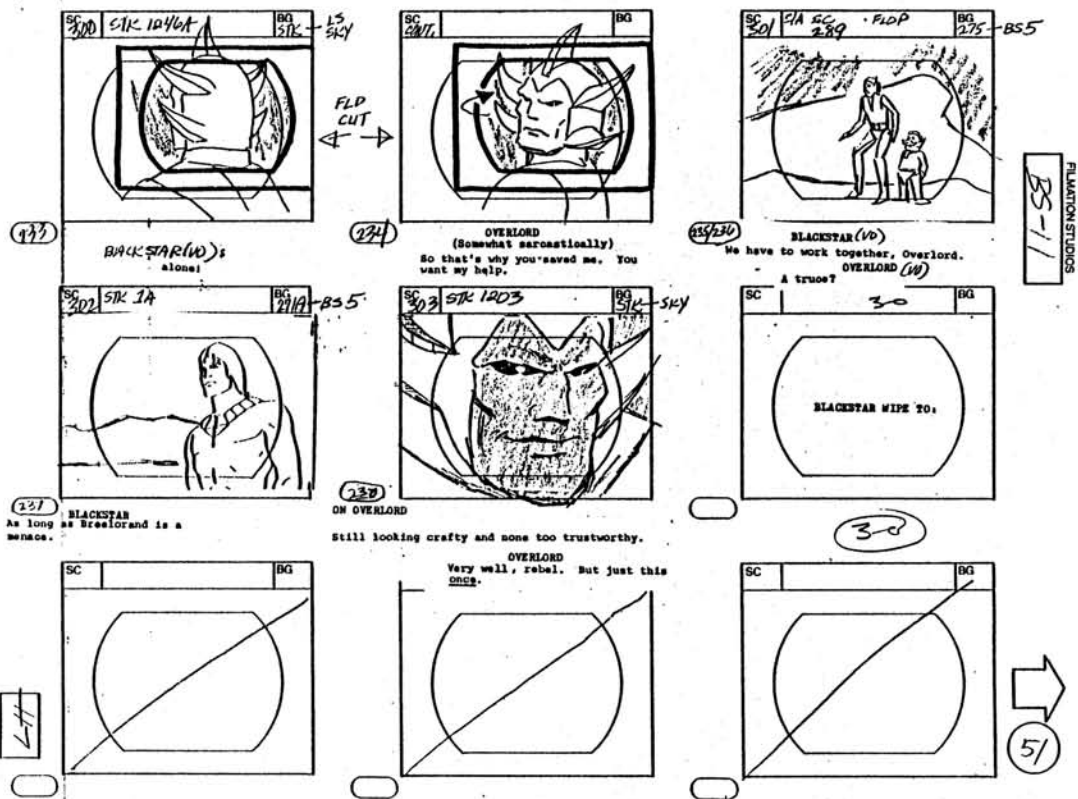
F.P. CUT

9/14

BLACKSTAR (To Overlord)

He'll destroy this world, Overlord! Neither of us can defeat him --

50



3-08

SC 270 BS-4 BG 16 BS-8

239

TR-NE-FRONT MAFIA LOOKS O.S. (C.)

SLIME MONSTER (O.S.)

(HIDEOUS ROARS)

SC 271 BS-4 BG 16 BS-8

240

INSIDE IS CHAOS. CHAIRS ARE OVERTURNED, DEBRIS COVERS THE FLOOR FROM THE FRONTAL PUSH TO GRAB UP MATERIALS TO BLOCK THE WINDOWS. WE ONLY SEE A PORTION OF THE ROOM; TERRA AND CARPO BLOCK ONE WINDOW WITH THE TABLE, BURLE AND RIF BLOCK ANOTHER WITH A LARGE SHIELD. WIND AND THUNDER HTX O.S.

(OULT ROARS)

SC 272 BS-4 BG 16 BS-8

241

GOSAMMER - PULLS FORWARD AGAINST WALL (C)

SC 273 BS-4 BG 16 BS-8

242

NOTE: THEY SHOULD ALL BE STRUGGLING TO HOLD THEM IN PLACE AGAINST MONSTER'S EFFORTS

SC 274 BS-4 BG 16 BS-8

243

ANOTHER ANGLE

The tentacle wraps around the chair and CRUSHES it to a bunch of loose sticks.

SC 275 BS-4 BG 16 BS-8

244

SEA - SMASH!

90

SC 276 BS-4 BG 16 BS-8

245

ON CARPO AND TERRA

SC 277 BS-4 BG 16 BS-8

246

TERRA (Alarmed) Poul! Gossamer!

SC 278 BS-4 BG 16 BS-8

247

Pressing against the table, looking O.S. at Gossamer.

FLAMMION STUDIOS

BS-11

52

FLAMINGO STUDIOS

BS-11

243

ON GOSSAMEAR AND POULO

securely wrapped together in a tentacle

GOSSAMEAR - POULO
Hellpppp!!! (Frightened WHISTLE)

244

DX MKT

245

ON POULO, GOSSAMEAR AND TERRA

Terra is pulling on the tentacle which has trapped Poulo and Gossamear. Another tentacle reaches up and grabs him.

246

2ND TENTACLE INTO SC. 4 J.C. 12

247

TENTACLE INTO SC, GOSSAMEAR TERRA, IT IS THAT OF ARK: 4

248

ON BUNNIE AND RIF

POUNING SHIELD AGAINST WINDOW

249

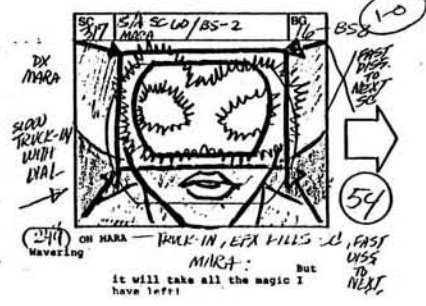
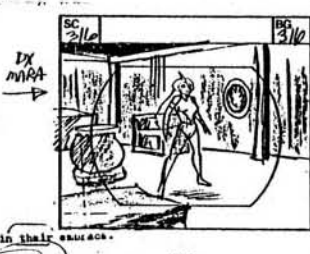
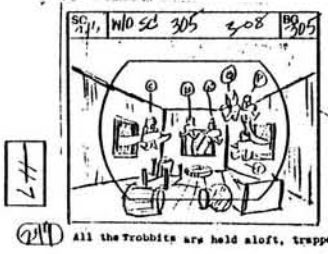
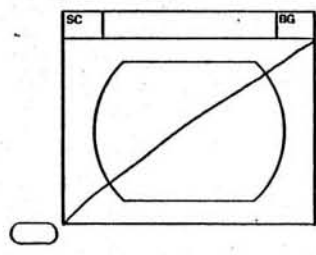
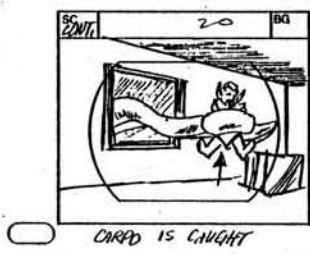
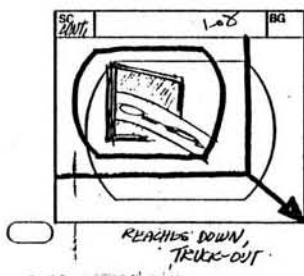
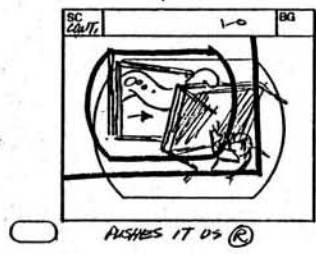
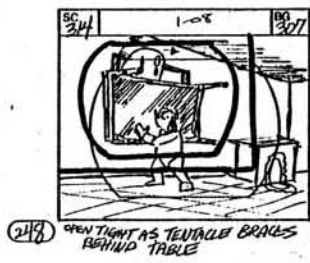
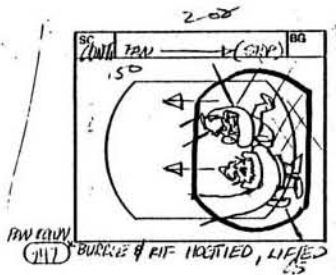
Two tentacles edge over the top of the shield.

BS 8 04/11-15

SC CONT. 53

17-08

FLAMMION STUDIOS
BS-11



FLAMATCH STUDIOS
35-11

SC 322 BG 322

14/6 SC 322 20

BS/12

(255) ON POULO AND GOSSEMEAR
The tentacles around them disappears, too.

SC 323 BG 323

SC 324 BG 324

14/6 SC 324 20

SFX: OS. CHIN!

(256) CARPO
Thanks, Haza!

SC 325 BG 325

SC 326 BG 326

14/6 SC 326 20

(257) CARPO
Haza?

SC 327 BG 327

14/6 SC 327 20

SC 328 BG 328

14/6 SC 328 20

(258) Where Haza stood a moment before
is now only an empty corner.
RIP (O.R.)
[Incredulous]
She's gone!

SC 329 BG 329

14/6 SC 329 20

SC 330 BG 330

14/6 SC 330 20

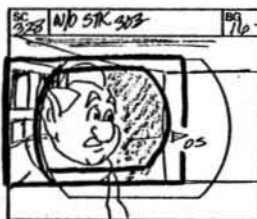
(259) CARPO
Haza?

56



259 ON TROBBITS

Looking very unhappy. Suddenly, there is the sound of FLAPPING wings outside, followed by a THUD, as if something huge has just landed. The Trobbits turn, look O.S.



TERRA
(Looking O.S.)
What's that?

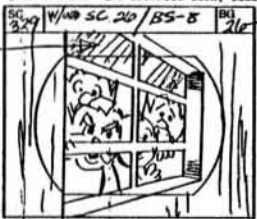
BS-11

FLAMING STUBS

15:00

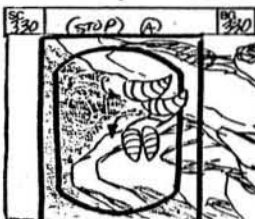
15:00

15:00



ALL IN/ND SC

BS-8
4-0
900
TILT
MAY



CHASE INTO SC



THEIR POV - LOW ANGLE ON GROUP OF LOW MOUNTAINS
FOOTSTEPS. Several mountains BRIDGE, and
underneath, several Braxlotand, who is even bigger
than before. The sky is still stormy. WIND, THUNDER SFX.

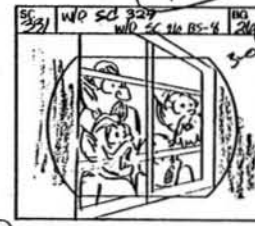
260 TERRA, BAXX, FORD, & BUCCLE...

EXT. SAGAR TREE - CLOSE ON WINDOW

The Trobbits peer out fearfully. We hear the sound of tremendous FOOTSTEPS, ECHOING as they approach.

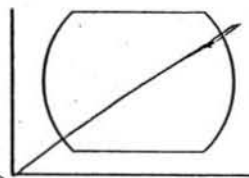


SC 320



BS-8

CANIL
SHAKES
WITH
SFX



157

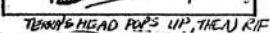
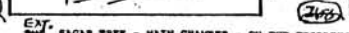
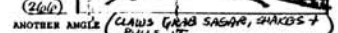
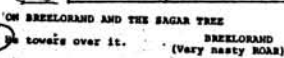
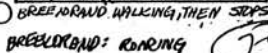
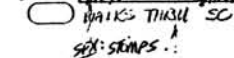
THE TROBBITS REGISTER HORROR.

BRAXLOTAND
(Evil-intentioned HOWL)

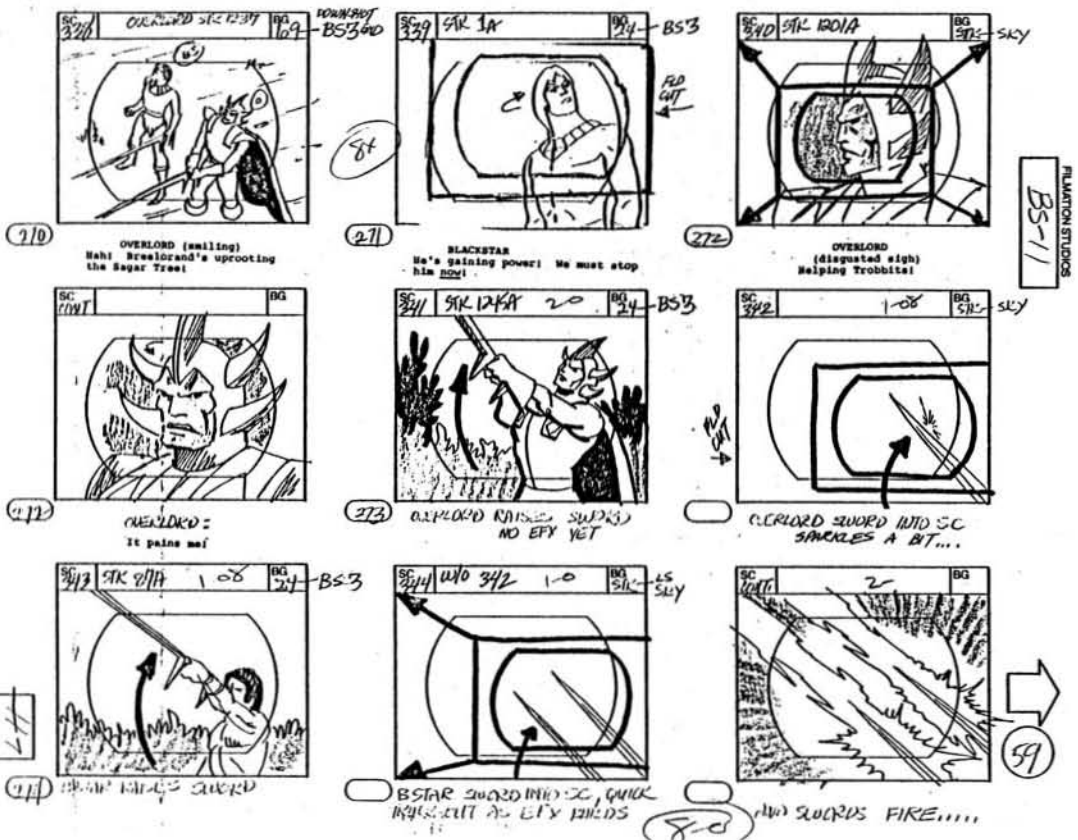
ON THE TROBBITS

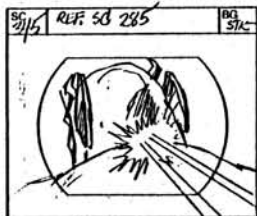
Their faces register looks of horror.

CANIL SHAKES



BS-11





(275)
ON BREELORAND

The two sword beams strike him on the back of the neck.
BREELORAND
(Not hurt, but pricked)
AAARRR!!



(276)

He releases the Sager Tree



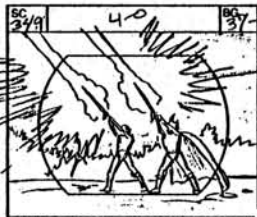
(277)

and turns, irritated at the bother.
WALKS OFF @ 200K3



(278)
406

BLACKSTAR
Pour it on -- NOW!!!



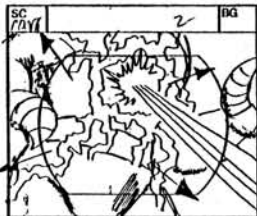
(279)

BOTH FIRE SPECTACULAR BURSTS!



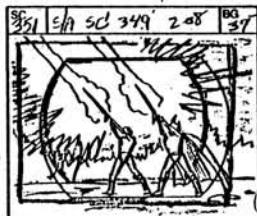
(280)
517350

ON BREELORAND
BREELORAND INTO SC, STOPS
The twin beams are STRIKING him at the same point in the middle of his chest. The power is enormous -- and it is having an effect.



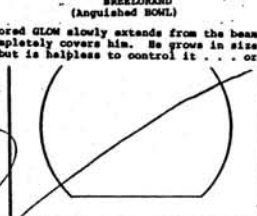
(281)
XEROX GROWTH

BREELORAND GROWS WIDER?
(XEROX GROWTH)



(282)

The intensity of the Starbursts increases.



(283)
1108

BREELORAND
(Anguished HOWL)
A multi-colored GLOW slowly extends from the beam outward, until it completely covers him. He grows in size from the power, but is helpless to control it . . . or stop it.

60

2-08

SC 1202A BG SKY

(283)

ON OVERLORD

FINING. He leans into it, straining with the effort. The Powerburst grows in intensity.

2-08

SC 1202B BG SKY

(284)

THE BEAM CONTINUES TO STRIKE HIM. He continues to grow, dwarfing the forest now. The glow surrounds him. He thrashes wildly, helplessly.

FLUATION STUDIOS
BS-11

3-0

SC 1202C BG SKY

(285)

3-0

SC 1202D BG SKY

(286)

THE BEAM CONTINUES TO STRIKE HIM. He continues to grow, dwarfing the forest now. The glow surrounds him. He thrashes wildly, helplessly.

3-0

SC 1202E BG SKY

(287)

Then there is a supreme, pyrotechnical EXPLOSION of magic, the ultimate big bang. It illuminates the sky to white, silhouettes the forest, then fills the screen utterly with it myriad sparkling colors.

3-0

SC 1202F BG SKY

(288)

USE CAMERA SHAKES

3-0

SC 1202G BG SKY

(289)

3-0

SC 1202H BG SKY

(290)

When it finally clears, the environment is as we saw it at the beginning of the script: the sky is blue, idyllic; the forest is lush and green. Nature is in balance once again.



285

BLACKSTAR
(Believed)
Phew!



286

B-STAR LOOKS UP
Blackstar!



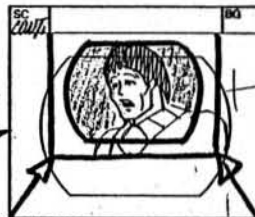
287

THE PRODIGY
Morbis and Garpe run up to Blackstar.



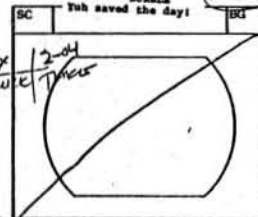
288

LOOKS FROM FWD TO LOOKING DOWN
BLACKSTAR
(Concerned)
Here! Now is she?



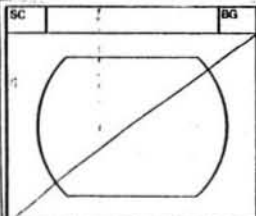
289

B-STAR SHOCK TAKE
MORBIS (VD)
Gone.

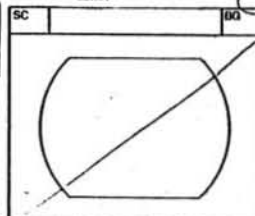


290

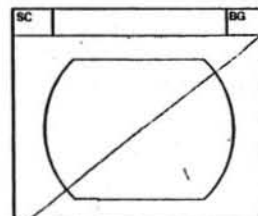
Yuh saved the day!



291



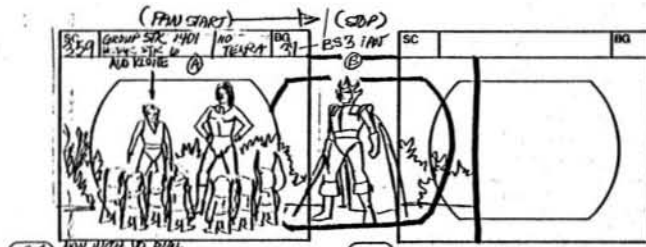
292



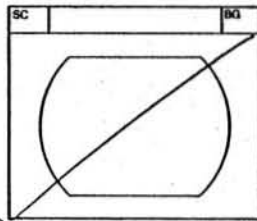
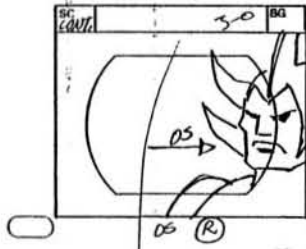
293

FLAMING STUDIOS
BS-11

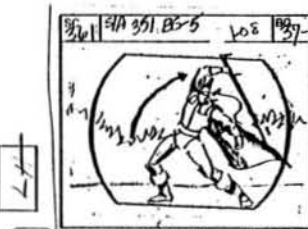
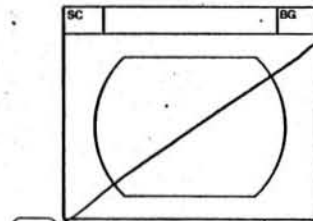
62



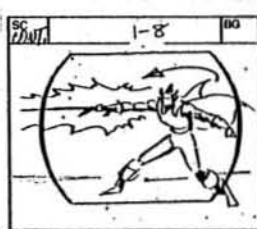
256 PAN WITH US DIAL
CARPO (VO)
She used the last of her magic
to save us!



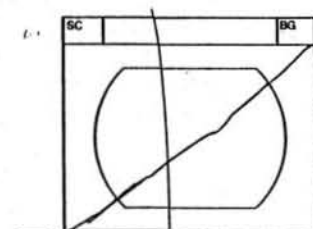
OVERLORD BACKS AWAY



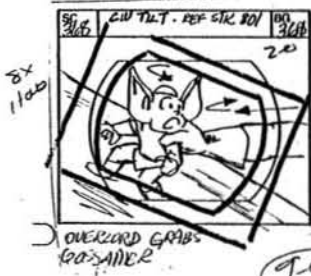
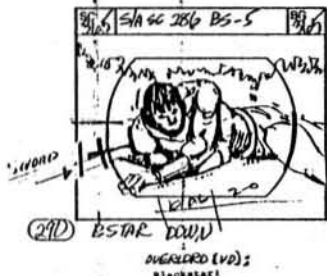
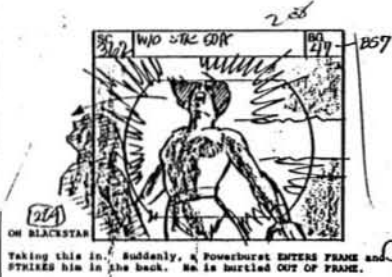
OVERLORD AUTHENTICUS WITH 12X



FIRE RAY



ILLUMINATION STUDIOS
BS-11



FLAMING STUDIOS

BS-11

4



291 OVERLORD: for fear of hitting the Trobbitt.



291 OVERLORD (VO) (NO WIP SYNC): How -- give me the Starword!



291 Suddenly, Terra glows, turns to smoke, and drifts out of the Overlord's grasp.



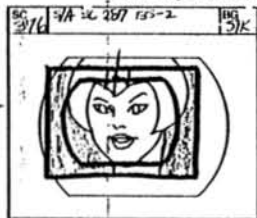
292 A WHOLE KIND OF SURETY, GO-SPEAR REINVENTIONS. OVERLORD (VO) (Pretious) What sorcery is this?



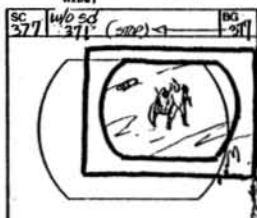
292 OVERLORD TURNS R.



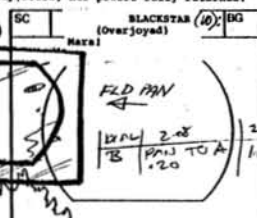
292 EFX FLASH ON HANDS ON MARR.



293 MARR (O.S.) Completely solid, her powers fully returned.



293 BLACKSTAR (O.S.) (Overjoyed) MARR!



FLD PAN

2-08

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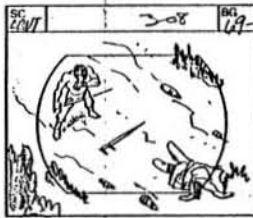
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BS-3



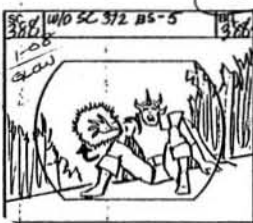
BS-12



SKY

BS-11

FLAMATION STUDIOS



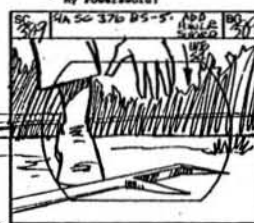
ON OVERLORD

Harbelling all his power. OVERLORD: He extends one arm straight out. His hand, palm up, GLOWS.



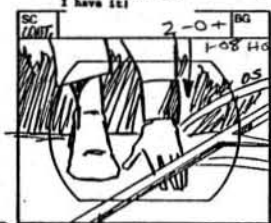
ON OVERLORD

He catches the Powersword in his extended hand.



ON POWERSWORD AND BLACKSTAR

The Powersword is almost within his grasp. Suddenly, it lifts off the ground and flies OUT OF FRAME.



6-08



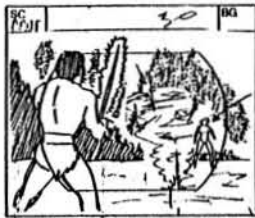
OVERLORD (VO)

Farewell, Blackstar —

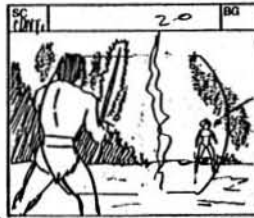


OVERLORD: until we meet again!

6-1



510 L/X RESUMES HIS FORM & WISHES!



511



512

BLACKSTAR
(Bitterly)
I almost had him!

ANNA (WHO SCREAMS)
MARA (comforting)
at least he's gone...

BLACKSTAR
...FOR NOW.

FLAMING STUDIOS
BS-11



513

MARA (smiling)
But you got rid of Braelorand
for good!



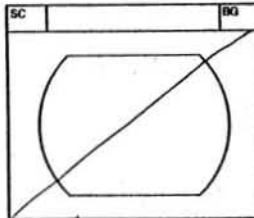
514

He smiles back at Mara.

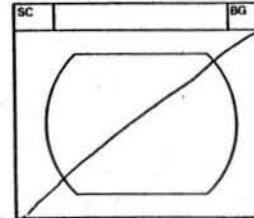


515

BLACKSTAR WIPE TO:



516



517

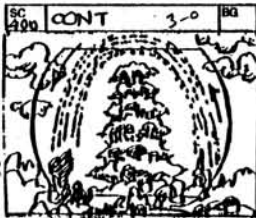
518



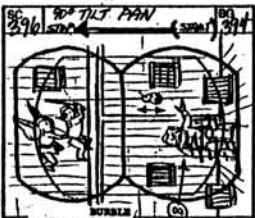
LOOKS @ AFTER VO DIAZ



317A CLOSE ON BALKAR
Promising in reaction.



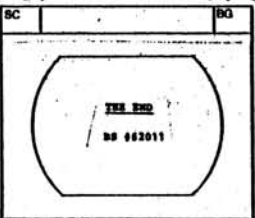
THE RAINBOW
APPEARS + TREES OVER
THE TREE



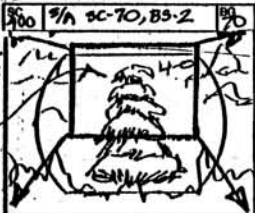
317 -- I can levitate the bagar.
fruits, too! Hi hi
CAMERA TILTS UP to reveal that the fruit is hanging from a
long string which is attached to a stick. Carpe holds the
stick, and a hovering Gossamer holds Carpe.



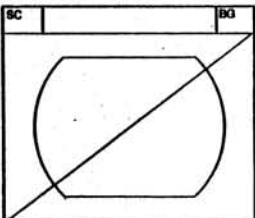
319 THEY BREAK INTO A
SMILE
SFX: LAUGHTER



318 ON GOSSAMER - HOVERING
GOSSAMER
-- With a little help from his
friends!



THREE OUT FROM
SABAR TREE



END ACT II

BS-11

REVISED
DATE 9-14-81

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* PAGE
CHANGED